

---

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

---

**Post-Effective  
Amendment No. 1  
to**

**FORM S-8**

**REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933**

---

**TEPPCO PARTNERS, L.P.**

(Exact name of Registrant as Specified in Its Charter)

---

**EPCO, INC. TPP EMPLOYEE UNIT PURCHASE PLAN**

(Full title of the plan)

---

**Delaware**

(State or Other Jurisdiction of  
Incorporation or Organization)

**76-0291058**

(I.R.S. Employer Identification No.)

**1100 Louisiana, Suite 1600  
Houston, Texas 77002  
(713) 381-3636**

*(Address, Including Zip Code, and Telephone  
Number, Including Area Code, of Registrant's  
Principal Executive Offices)*

**Patricia A. Totten  
1100 Louisiana, Suite 1600  
Houston, Texas 77210-4324  
(713) 381-3636**

*(Name, Address, Including Zip Code, and  
Telephone Number, Including Area Code, of  
Agent for Service)*

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company.)

---

---

## DEREGISTRATION OF SECURITIES

On June 6, 2007, TEPPCO Partners, L.P., a Delaware limited partnership (“TEPPCO”), filed a registration statement on Form S-8 (Registration No. 333-143554) (the “Registration Statement”) with the Securities Exchange Commission (the “Commission”), which was deemed effective upon filing. The Registration Statement registered the offer and sale of 1,000,000 units representing limited partner interests in TEPPCO issuable pursuant to the EPCO, Inc. TPP Employee Unit Purchase Plan (the “Registered Securities”).

Pursuant to the Agreement and Plan of Merger, dated as of June 28, 2009, by and among Enterprise Products Partners L.P. (“Enterprise”), Enterprise Products GP, LLC, Enterprise Sub B LLC, TEPPCO and Texas Eastern Products Pipeline Company, LLC (the “Merger Agreement”), TEPPCO merged with and into Enterprise Sub B LLC, a wholly owned subsidiary of Enterprise, on October 26, 2009 (the “Merger”).

In connection with the Merger, TEPPCO has terminated all of its offerings of securities in TEPPCO pursuant to its existing registration statements, including the Registration Statement. In accordance with an undertaking made by TEPPCO in the Registration Statement, TEPPCO hereby removes from registration all Registered Securities which remain unsold as of the date of this Post-Effective Amendment No. 1.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the following registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 26, 2009.

**TEPPCO PARTNERS, L.P.**

By: Texas Eastern Products Pipeline Company, LLC, its general partner

By: /s/ Jerry E. Thompson  
Name: Jerry E. Thompson  
Title: President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 has been signed below by the following persons on behalf of the registrant and in the capacities indicated below on October 26, 2009.

**TEXAS EASTERN PRODUCTS PIPELINE COMPANY, LLC, as the general partner of TEPPCO PARTNERS, L.P.**

<u>Signature</u>	<u>Title</u>
<u>/s/ Jerry E. Thompson</u> Jerry E. Thompson	President and Chief Executive Officer (Principal Executive Officer)
<u>/s/ Tracy E. Ohmart</u> Tracy E. Ohmart	Assistant Treasurer, Controller, Acting Chief Financial Officer and Assistant Secretary (Principal Financial and Accounting Officer)
<u>/s/ Richard H. Bachmann</u> Richard H. Bachmann	Director
<u>/s/ Michael A. Creel</u> Michael A. Creel	Director
<u>/s/ Dan L. Duncan</u> Dan L. Duncan	Director
<u>/s/ W. Randall Fowler</u> W. Randall Fowler	Director
<u>/s/ A.J. Teague</u> A.J. Teague	Director