FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-028									
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0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Common Units Representing Limited

Partnership Intersests

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

(1)			or Sec	ction 30(h) of the Inv	estmer/	nt Com	pany Act of 19	940		-		
Name and Address of Reporting Person*  CUNNINGHAM RALPH S  (Last) (First) (Middle)  2727 NORTH LOOP WEST				er Name <b>and</b> Ticke ERPRISE PF PD ] e of Earliest Transa /2003	RODU	JČT.	<u>Ś PARTN</u>		Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner     Officer (give title below) below)			
Street) HOUSTON (City)	TX (State)	77008 (Zip)	4. If Ar	nendment, Date of	Original	Filed	(Month/Day/Ye	6. Indiv Line) X	iividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)  2. Conversio or Exercise Price of Derivative Security			3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Unit Options - Right to	\$15.5							04/16/2002	09/30/2009	Common Units	20,000		20,000	D	

P<sup>(1)</sup>

244

A

\$21.47

857

D

## **Explanation of Responses:**

1. These Common Units were purchased on the open market.

## Remarks:

John E. Smith, attorney-in-fact

on behalf of Ralph S.

08/19/2003

Cunningham

\*\* Signature of Reporting Person Date

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$ 

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

08/18/2003

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.