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ANDRESS THURMON

Form 4/A

October 25, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. See Instruction

1(b).

Limited Partnership

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading ANDRESS THURMON Issuer Symbol ENTERPRISE PRODUCTS (Check all applicable) PARTNERS L P [EPD] (Middle) (Last) (First) 3. Date of Earliest Transaction X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) 1100 LOUISIANA STREET, SUITE 11/22/2010 1000 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person 11/24/2010 Form filed by More than One Reporting HOUSTON, TX 77002 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities 1. Title of Security 2. Transaction Date 2A. Deemed 3. 5. Amount of 6. 7. Nature of (Instr. 3) (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Indirect Code Disposed of (D) Beneficially Form: Direct Beneficial (Instr. 3, 4 and 5) Ownership (Month/Day/Year) (Instr. 8) Owned (D) or Indirect (I) (Instr. 4) Following Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common Units Representing By Trust 11/22/2010 360 360 Ι A (1) (2) Limited Partnership **Interests** Ι Common 11/22/2010 262 \$0 A A 262 By Trust (3) Units (1) Representing

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Interests

Common

Units

Representing Limited 11/22/2010 A 90 A $\frac{\$ 0}{(1)}$ 90 I $\frac{\text{By Trust}}{(4) (5)}$

Partnership Interests

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

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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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit. Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
Topozonig o mior rumo (riumoso	Director	10% Owner	Officer	Other			
ANDRESS THURMON 1100 LOUISIANA STREET SUITE 1000 HOUSTON, TX 77002	X						

Signatures

/s/Wendi S. Bickett, Attorney-in-Fact on behalf of Thurmon M.

Andress

10/25/2011

**Signature of Reporting Person Date

Reporting Owners 2

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Explanation of Responses:

- * 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).
 - Acquired pursuant to the Agreement and Plan of Merger dated as of September 3, 2010, by and among Enterprise Products Partners L.P. ("EPD"), Enterprise Products GP, LLC, Enterprise ETE LLC, Enterprise GP Holdings L.P. ("Holdings") and EPE Holdings, LLC (the
- (1) "MLP Merger Agreement") as Merger Consideration (as defined in the MLP Merger Agreement). On the effective date of the merger, the closing price of the Units of Holdings on the New York Stock Exchange ("NYSE") was \$63.99 and the closing price of the Common Units of EPD on the NYSE was \$42.74. These units were inadvertently omitted at the time of reporting the original Form 4.
- (2) These Common Units are directly owned by a trust for benefit of one of the reporting person's children. The reporting person serves as a trustee and disclaims beneficial ownership of the Common Units held by the trust other than to the extent of his pecuniary interest.
- (3) These Common Units are directly owned by a trust for benefit of one of the reporting person's children. The reporting person serves as a trustee and disclaims beneficial ownership of the Common Units held by the trust other than to the extent of his pecuniary interest.
- (4) These Common Units are directly owned by a trust for benefit of one of the reporting person's children. The reporting person serves as a trustee and disclaims beneficial ownership of the Common Units held by the trust other than to the extent of his pecuniary interest.
- (5) The power of attorney under which this form was signed is on file with the Commission.

Remarks:

Transaction Code A - Grant, award or other acquisition pursuant to Rule 16b-3(d)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.