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ENERGY TRANSFER PARTNERS LP

Form 8-K/A

April 05, 2004

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

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FORM 8-K/A

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: April 5, 2004  
(Date of earliest event reported): January 20, 2004

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ENERGY TRANSFER PARTNERS, L.P.  
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation)	1-11727 (Commission File Number)	73-1493906 (IRS Employer Identification No.)
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2838 WOODSIDE STREET DALLAS, TEXAS (Address of principal executive offices)	75204 (Zip Code)
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(918) 492-7272  
(Registrant's telephone number, including area code)

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This Form 8-K/A amends the Form 8-K/A of the Registrant, formerly named Heritage Propane Partners, L.P. (the "Partnership") filed with the Securities and Exchange Commission on January 20, 2004, and provides financial statements and pro forma financial information required to be reported in connection with the Partnership's acquisition of La Grange Acquisition, L.P. and its subsidiaries ("Energy Transfer Company"). Provided under Item 7 of this report are the financial statements of Energy Transfer Company for the three months ended November 30, 2003, and pro forma financial information giving pro forma effect to the transaction for the three months ended November 30, 2003. The Registrant, formerly named Heritage Propane Partners, L.P., changed its name to Energy Transfer Partners, L.P., effective March 1, 2004.

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ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

- (a) Financial Statements of businesses acquired
- (b) Pro forma financial information

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(c) Exhibits

The following exhibits are filed herewith:

Exhibit Number	Description
99.1	The unaudited combined balance sheets of Energy Transfer Company and related statements of income and comprehensive income, partners' capital and cash flows for the three months ended November 30, 2003 and two months ended November 30, 2002.
99.2	The unaudited pro forma combined financial statements of Heritage Propane Partners, L.P. and Energy Transfer Company for the three months ended November 30, 2003.

3

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ENERGY TRANSFER PARTNERS, L.P.

By: U.S. Propane, L.P., General Partner

By: U.S. Propane, L.L.C., General Partner

Date: April 5, 2004

By: /s/ RAY C. DAVIS

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Ray C. Davis  
Co-Chief Executive Officer and  
officer duly authorized to sign on  
behalf of the registrant

By: /s/ KELCY L. WARREN

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Kelcy L. Warren  
Co-Chief Executive Officer and  
officer duly authorized to sign on  
behalf of the registrant

4