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ENTERPRISE PRODUCTS PARTNERS L P

Form 4

February 23, 2015

Partnership

1 Columny 25, 20)13									
FORM (4 UNITED STATE					E CO	MMISSION	OMB AP	PROVAL	
Chaola thio h	ow.	Washi	ington, D	.C. 2054	9			Number:	3235-0287	
Check this b if no longer subject to	STATEMENT (IAL (OWNE	RSHIP OF	Expires: Estimated a	January 31, 2005 Verage	
Section 16. Form 4 or		S	ECURIT	ries				burden hour response		
Form 5 obligations may continu <i>See</i> Instructi 1(b).	211/1		ty Holdin	ng Compa	any A	ct of 19				
(Print or Type Res	ponses)									
1. Name and Addi TEAGUE AJ	Symbol					5. Relationship of Reporting Person(s) to Issuer				
	ENTERPRISE PRODUCTS PARTNERS L P [EPD]					(Check	eck all applicable)			
(Last)	(First) (Middle)		(Month/Dav/Year)X_ Off				X Director X Officer (give t			
1100 LOUISIA 1000	ANA STREET, SUITI	E 02/19/201	5			De.	low) Chief O	below) perating Office	er	
	(Street)	4. If Amenda Filed(Month/		Original		Aŗ	Individual or Join oplicable Line) Z_Form filed by On			
HOUSTON, T	X 77002					Pe	_ Form filed by Morson	ore than One Rep	oorting	
(City)	(State) (Zip)	Table I	- Non-Der	ivative Sec	curities	Acquir	ed, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	any	Deemed cution Date, if nth/Day/Year)	Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed	of (D)	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)	
Common Units			Couc v	Amount	(D)	Tricc				
Representing Limited Partnership Interests	02/19/2015		M	35,500	A	(1)	1,401,141	D		
Common Units Representing Limited	02/19/2015		F	30,037	D	\$ 33.79	1,371,104	D		

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10	to	res	to.
	пс		

Common

Units

Representing
Limited

425,473 I

By
Spouse

Partnership Interests

Common

Units

Representing 53,000 I By Trust

Partnership Interests

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

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SEC 1474

(9-02)

8. De Sec (In

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transactio		umber of vative	6. Date Exer Expiration D		7. Title and A Underlying S	
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Units	<u>(1)</u>	02/19/2015		M		35,500	(2)	(2)	Common Units	35,500
Phantom Units	(1)						(3)	(3)	Common Units	120,700

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
TEAGUE AJ 1100 LOUISIANA STREET SUITE 1000 HOUSTON, TX 77002	X		Chief Operating Officer				

Reporting Owners 2

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Signatures

/s/Wendi S. Bickett, Attorney-in-Fact on behalf of A. James Teague

02/23/2015

**Signature of Reporting Person

Date

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).
- (1) Each phantom unit is the economic equivalent of one Enterprise Products Partners L.P. ("EPD") common unit.
- These phantom units vest in four equal annual installments beginning on February 19, 2015. Each annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.
- (3) These phantom units vest in four equal annual installments beginning on February 18, 2016. Each annual installment will expire upon vesting and settlement thereof in exchange for an equal number of EPD common units.
- (4) The power of attorney under which this form was signed is on file with the Commission.

Remarks:

Transaction Code M - Exercise or conversion of derivative security exempted pursuant to Rule 16b-3; Transaction Code F - Parameteristic 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.

Signatures 3