ENTERPRISE PRODUCTS PARTNERS L P

Form 4/A May 02, 2003

FORM 4

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

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

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

Filed By

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 30(h) of the Investment Company Act of 1940

 Name and Address of Reporting Pe CUNNINGHAM, RALPH S. 	EN	Issuer Name a NTERPRISE I IYSE)			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First) (Middle) 2727 NORTH LOOP WEST, SUIT	of	I.R.S. Identific Reporting Pers an entity (volus	son,		4. Statement for Month/Day/Year April 4, 2003			X Director 10% Owner Officer (give title below) Other (specify below)			
(Street) HOUSTON, TX 77008					Date (Mor	of Ori	y/Year) 03	(Check <u>X</u> Forr Person Forr	Applicable n filed by O	nt/Group Filing Line) ne Reporting fore than One	
(City) (State) (Zip)		Table I	Non-D	erivative	Secu	rities A	Acquired, Dispo	sed of	, or Benefic	ially Owned	
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	Date, if any (Month/Day/ Year)	Trans- action Code (Instr. 8)	4. Secur Acquire Dispose (Instr. 3	d (A) d of (, 4 &	or D) 5)	5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)		ship Form:	Beneficial	
Common Units Representing Limited Partnership Interests	04/4/03		P <u>(1)</u>	408	(D) 8 A	21.27		408	D		

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).

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, cans, warrants, options, convertible securities)													
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature		
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect		
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial		
	Price of	Date	Date,	Code	Derivati	(Melonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership		
(Instr. 3)	Derivative		if any		Securitie	¥ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)		
	Security	(Month/	(Month/	(Instr.	Acquire	đ			Following	ative			

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		Day/ Year)	8)	D: of (I:	A) c Dispo f (D Instr , 4 &	oose D) tr.	1					Transaction(s) (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	
			Code	V (<i>F</i>	4) (Exer-cisable	Expira- tion Date		Amount or Number of Shares				
OPTIONS (98-8) Right to buy	15.50						04/16/02		Common Units		0	20,000	D	

Explanation of Responses:

(1) These common units were purchased on the open market.

(2) A copy of the power of attorney under which this statement was executed is on file with the Commission.

By: /s/ <u>Ralph S. Cunningham</u> <u>May 2, 2003</u> By John E. Smith, Attorney-in-Fact, on behalf of Ralph S. Date Cunningham⁽²⁾ **Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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