

ENTERPRISE PRODUCTS PARTNERS L P  
Form FWP  
June 01, 2009

Filed Pursuant to Rule 433  
Registration No. 333-145709  
Registration No. 333-145709-01  
June 1, 2009

**PRICING TERM SHEET**  
**4.60% Senior Notes due August 1, 2012**

|                                      |   |
|--------------------------------------|---|
| <b>Issuer:</b>                       | Enterprise Products Operating LLC                               |
| <b>Guarantee:</b>                    | Unconditionally guaranteed by Enterprise Products Partners L.P. |
| <b>Trade Date:</b>                   | June 1, 2009  |
| <b>Expected Settlement Date:</b>     | June 10, 2009 (T+7)   |
| <b>Note Type:</b>                    | Senior Unsecured Notes  |
| <b>Legal Format:</b>                 | SEC Registered  |
| <b>Size:</b>                         | \$500,000,000   |
| <b>Maturity Date:</b>                | August 1, 2012  |
| <b>Coupon:</b>                       | 4.60%   |
| <b>Interest Payment Dates:</b>       | February 1 and August 1, commencing February 1, 2010            |
| <b>Price to Public:</b>              | 99.950%   |
| <b>Benchmark Treasury:</b>           | 1.375% due May 15, 2012   |
| <b>Benchmark Treasury Yield:</b>     | 1.489%  |
| <b>Spread to Benchmark Treasury:</b> | + 312.5 bps   |
| <b>Yield:</b>                        | 4.614%  |
|                                      | T +50 bps   |

**Make-Whole  
Call:**

**CUSIP:** 29379VAE3

**ISIN:** US29379VAE39

**Ratings\*:** Baa3 by Moody's Investors Service, Inc.  
BBB- by Standard & Poor's Ratings Services  
BBB- by Fitch Ratings

**Joint** Barclays Capital Inc.

**Book-Running  
Managers:**

DnB NOR Markets, Inc.  
Mizuho Securities USA Inc.  
RBS Securities Inc.  
Scotia Capital (USA) Inc.  
Wachovia Capital Markets, LLC  
SunTrust Robinson Humphrey, Inc.

**\*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.**

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. at 1-888-227-2275 (ext. 2663), DnB NOR Markets, Inc. at 1-212-681-3800, Mizuho Securities USA Inc. at 1-800-221-8866 (ext. 3143), RBS Securities Inc. at 1-866-884-2071, Scotia Capital (USA) Inc. at 1-800-372-3930, Wachovia Capital Markets, LLC at 1-800-326-5897 or SunTrust Robinson Humphrey, Inc. at 1-800-685-4786.**