SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

				UI Sect	011 30(11) 0	the investment Comp	any Act of 1	940					
ENTERPRISE PRODUCTS (Month/Da				2. Date of Event Requiring Statement (Month/Day/Year) 11/22/2010		3. Issuer Name and Ticker or Trading Symbol <u>Energy Transfer Equity, L.P.</u> [ETE]							
(Last) (First) (Middle)						4. Relationship of Reporting Perso (Check all applicable) Director X		.,			5. If Amendment, Date of Original Filed (Month/Day/Year)		
1100 LOUISIANA STREET SUITE 1000						Officer (give below)	Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) HOUSTON	ТХ	77002								x	Form filed b	y One Reporting Person y More than One erson	
(City)	(State)	(Zip)											
	Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)						2. Amount of Securiti Beneficially Owned (I				4. Nati (Instr.	ature of Indirect Beneficial Ownership rr. 5)		
Common Units Representing Limited Partnership Interests						38,976,090 I				By Reporting Persons ⁽¹⁾⁽²⁾			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
Expiratio				2. Date Exerce Expiration D (Month/Day/	ate	3. Title and Amount of Securi Underlying Derivative Securi				ersion 0 ercise F	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
				Date Exercisable	Expirati Date	on Title		Amount or Number of Shares	Deriva	tive	Direct (D) or Indirect (I) (Instr. 5)		
1. Name and Add	tress of Reporting		TNER	<u>S L P</u>									
(Last) 1100 LOUISI SUITE 1000	(First) ANA STREET		(Middle)										
(Street) HOUSTON TX 77002													
(City) (State) (Zip)													
1. Name and Address of Reporting Person [*] <u>Enterprise Products Holdings LLC</u>													
(Last) 1100 LOUISI SUITE 1000	(First) ANA STREET		(Middle)										
(Street) HOUSTON	TX		77002										
(City)	(State)		(Zip)										
1. Name and Address of Reporting Person [*] <u>Enterprise Products OLPGP, Inc.</u>													
(Last) (First) (Middle) 1100 LOUISIANA STREET SUITE 1000													
(Street)													

HOUSTON	ТХ	77002							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person*									
Enterprise Products Operating LLC									
(Last)	(First)	(Middle)							
1100 LOUISIANA STREET									
SUITE 1000									
(Street)									
HOUSTON	TX	77002							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person*									
Enterprise ETE									
(Last)	(First)	(Middle)							
1100 LOUISIANA STREET									
SUITE 1000									
(Street)									
HOUSTON	TX	77002							
(City)	(State)	(Zip)							

Explanation of Responses:

1. Immediately prior to the consummation of the transactions contemplated by 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 ETE"), Enterprise GP Holdings L.P. ("Holdings") and EPE Holdings, LLC (the "MLP Merger Agreement"), these Common Units were owned directly by Holdings. Pursuant to the MLP Merger Agreement, on November 22, 2010, Holdings merged with and into Enterprise ETE, with Enterprise ETE surviving the merger as the new direct owner of the Common Units. After the merger, Enterprise ETE was contributed by EPD to Enterprise Products Operating LLC ("EPO"). (continued in footnote 2)

2. (continued from footnote 1) EPO is an indirect wholly owned subsidiary of EPD and currently owns 100% of the membership interests in Enterprise ETE. Enterprise Products OLPGP, Inc. ("Enterprise OLPGP") owns 0.001% of the membership interests in EPO. EPD owns 100% of the equity interests in Enterprise OLPGP and 99.999% of the membership interests in EPO. Enterprise Products Holdings LLC, the general partner of EPD, owns the non-economic general partner interest in EPD.

Remarks:

/s/Stephanie C. Hildebrandt onbehalf of Enterprise ProductsPartners L.P., EnterpriseProducts Operating LLC,Enterprise Products OLPGP,Inc., Enterprise ProductsHoldings LLC, and EnterpriseETE LLC

12/02/2010

Date

** Signature of Reporting Person 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 5 (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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.