

ENTERPRISE PRODUCTS PARTNERS L P  
Form 8-K  
October 21, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 17, 2014**

**ENTERPRISE PRODUCTS PARTNERS L.P.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**1100 Louisiana Street, 10th Floor, Houston, Texas**

**1-14323**  
**(Commission**

**File Number)**

**76-0568219**  
**(IRS Employer**

**Identification No.)**

**77002**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (713) 381-6500

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01 Entry into a Material Definitive Agreement.**

***Administrative Services Agreement***

On October 17, 2014, Enterprise Products Partners L.P. ( Enterprise or the Partnership ), its general partner and certain of its subsidiaries entered into a Seventh Amended and Restated Administrative Services Agreement (the Administrative Services Agreement ) with Enterprise Products Company ( EPCO ). The Administrative Services Agreement, which is effective as of October 1, 2014, includes amendments to the existing administrative services agreement to add OTLP GP, LLC and Oiltanking Partners, L.P. as parties to the agreement. Those new subsidiaries will be entitled to receive services from EPCO on the same terms as services are being provided currently to Enterprise and its other subsidiaries.

The descriptions of the amendments to the Administrative Services Agreement in this Item 1.01 are qualified in their entirety by reference to the full text of the Administrative Services Agreement, which is filed as Exhibit 10.1 hereto and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
10.1	Seventh Amended and Restated Administrative Services Agreement, effective as of October 1, 2014, by and among Enterprise Products Operating LLC, EPCO Holdings, Inc., Enterprise Products Holdings LLC, Enterprise Products Partners L.P., Enterprise Products OLPGP, Inc., Enterprise Products Operating LLC, OTLP GP, LLC and Oiltanking Partners, L.P.

**SIGNATURES**

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.

ENTERPRISE PRODUCTS PARTNERS L.P.

By: Enterprise Products Holdings LLC,  
its General Partner

Date: October 21, 2014

By: /s/ Michael J. Knesek  
Michael J. Knesek  
*Senior Vice President, Controller and  
Principal Accounting Officer of the General Partner*

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
10.1	Seventh Amended and Restated Administrative Services Agreement, effective as of October 1, 2014, by and among Enterprise Products Operating LLC, EPCO Holdings, Inc., Enterprise Products Holdings LLC, Enterprise Products Partners L.P., Enterprise Products OLPGP, Inc., Enterprise Products Operating LLC, OTLP GP, LLC and Oiltanking Partners, L.P.