Bulawa Bryan F. Form 4 August 10, 2010

### FORM 4

#### OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or ngton, D.C. 20549

Number:

Expires:

January 31,
2005

Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Form 5

obligations

(Print or Type Responses)

Bulawa Bryan F.			2. Issuer Name <b>and</b> Ticker or Trading Symbol	S. Relationship of Reporting Person(s) Issuer		
			Enterprise GP Holdings L.P. [EPE]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		

1100 LOUISIANA STREET, SUITE 08/06/2010 1000

 (Month/Day/Year)
 \_\_\_\_\_ Director
 \_\_\_\_\_ 10% Owner

 08/06/2010
 \_\_\_\_\_ X\_\_ Officer (give title below)
 \_\_\_\_\_ Other (specify below)

 SVP & Treasurer

(Street) 4. If Amendment, Date Original

Applicable Line)
\_X\_ Form filed by One Reporting Person
\_\_\_ Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

HOUSTON, TX 77002

(City)	(State) (Zip)	Table I -	Non-Deriv	vative Securities Acqu	ired, Disposed of	or Beneficial	ly Owned
1.Title of Security	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6.	7. Nature of
(Instr. 3)	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or		Securities	Ownership	Indirect
		any	Code	Disposed of (D)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Direct (D)	Ownership
					Following	or Indirect	(Instr. 4)
				(4)	Reported	(I)	
				(A)	Transaction(s)	(Instr. 4)	

or (Instr. 3 and 4)

Person

Code V Amount (D) Price (Instr. 3 and

Units

Representing Limited 08/06/2010  $M_{\underline{}}^{(1)}$  3,772 A  $_{(1)}^{\$ 0}$  4,499 D

Filed(Month/Day/Year)

Partnership Interests

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

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 control number.

SEC 1474

(9-02)

#### Edgar Filing: Bulawa Bryan F. - Form 4

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title Amoun Underly Securiti (Instr. 3	t of ring es	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Limited Partnership Interest in Enterprise Unit L.P.	<u>(1)</u>	08/06/2010		M <u>(1)</u>	0 (1)	<u>(1)</u>	<u>(1)</u>	Units	<u>(1)</u>	\$ 0

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			

Bulawa Bryan F. 1100 LOUISIANA STREET SUITE 1000 HOUSTON, TX 77002

SVP & Treasurer

### **Signatures**

/s/Wendi S. Bickett, Attorney-in-Fact on behalf of Bryan F.

Bulawa

08/10/2010

\*\*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).
- On August 6, 2010, Enterprise Unit L.P. ("Enterprise Unit") was liquidated in accordance with its agreement of limited partnership. Upon Enterprise Unit's liquidation, the reporting person's Class B limited partner interest in Enterprise Unit automatically converted into the
- (1) right to receive 3,772 units representing limited partnership interests in Enterprise GP Holdings L.P. ("Units"), based on the reporting person's percentage share of Class B limited partner interest in Enterprise Unit immediately prior to the liquidation. After giving effect to the distributions related to the liquidation of Enterprise Unit, the reporting person no longer has any interest in Enterprise Unit.
- (2) The power of attorney under which this form was signed is on file with the Commission.

Reporting Owners 2

#### Edgar Filing: Bulawa Bryan F. - Form 4

#### **Remarks:**

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

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