

Edgar Filing: Enterprise Products Operating LLC - Form FWP

Enterprise Products Operating LLC  
Form FWP  
February 08, 2012

Filed Pursuant to Rule 433

Registration No. 333-168049

Registration No. 333-168049-01

February 8, 2012

**\$750,000,000 4.85% Senior Notes due 2042**

<b>Issuer:</b>	Enterprise Products Operating LLC
<b>Guarantee:</b>	Unconditionally guaranteed by Enterprise Products Partners L.P.
<b>Ratings*:</b>	Baa2 by Moody's Investors Service, Inc. BBB by Standard & Poor's Ratings Services BBB- by Fitch Ratings
<b>Trade Date:</b>	February 8, 2012
<b>Expected Settlement Date:</b>	February 15, 2012 (T+5)
<b>Note Type:</b>	Senior Unsecured Notes
<b>Legal Format:</b>	SEC Registered
<b>Size:</b>	\$750,000,000
<b>Maturity Date:</b>	August 15, 2042
<b>Coupon:</b>	4.85%
<b>Interest Payment Dates:</b>	February 15 and August 15, commencing August 15, 2012
<b>Price to Public:</b>	99.542%
<b>Benchmark Treasury:</b>	3.75% due August 15, 2041
<b>Benchmark Treasury Yield:</b>	3.129%
<b>Spread to Benchmark Treasury:</b>	+175 bps
<b>Yield to Maturity:</b>	4.879%
<b>Make-Whole Call:</b>	T+30 bps

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**Call at Par:** On or after February 15, 2042

**CUSIP/ISIN:** 29379VAW3/US29379VAW37

**Joint Book-Running Managers:** J.P. Morgan Securities LLC

DNB Markets, Inc.

RBC Capital Markets, LLC

RBS Securities Inc.

**Co-Managers:**

Scotia Capital (USA) Inc.

Wells Fargo Securities, LLC

Mizuho Securities USA Inc.

SunTrust Robinson Humphrey, Inc.

BNP Paribas Securities Corp.

Credit Suisse Securities (USA) LLC

Deutsche Bank Securities Inc.

Merrill Lynch, Pierce, Fenner & Smith Incorporated

Mitsubishi UFJ Securities (USA), Inc.

Morgan Stanley & Co. LLC

UBS Securities LLC

ING Financial Markets LLC

US Bancorp Investments, 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 J.P. Morgan Securities LLC at 212-834-4533, RBS Securities Inc. at 866-884-2071 and Wells Fargo Securities, LLC at 800-326-5897.**