Enterprise GP Holdings L.P.

Form 3

August 22, 2005

## FORM 3

(Print or Type Responses)

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

OMB APPROVAL

OMB Number:

3235-0104 January 31,

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Expires: 2005

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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 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Enterprise GP Holdings L.P. [EPE] Hoover Richard A (Month/Day/Year) 08/22/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 2727 NORTH LOOP WEST (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Director 10% Owner \_X\_ Form filed by One Reporting Officer \_X\_ Other Person HOUSTON, TXÂ 77008 (give title below) (specify below) Form filed by More than One Officer of Subsidiary Reporting Person (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion or Exercise Price of                                  | 5.<br>Ownership<br>Form of<br>Derivative | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------|----------------------------------|---------------------------------------------------------------------|------------------------------------------|-------------------------------------------------------------|
|                                            |                                                          | Expiration<br>Date | Title                                                                                | Amount or<br>Number of<br>Shares | Derivative Security: Security Direct (D) or Indirect (I) (Instr. 5) |                                          |                                                             |

#### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hoover Richard A

2727 NORTH LOOP WEST Officer of Subsidiary HOUSTON, TXÂ 77008

#### **Signatures**

John E. Smith, Attorney in Fact, on behalf of Richard A. Hoover

08/22/2005

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

No securities are beneficially owned

- \* 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. 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.

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