FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b)

Check this box if no longer subject to

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

ΙP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response 0.5

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

1. Name and JENKIN												lationship o ck all applica Director	able)	Reporting Person(s) to Issuer ole) 10% Owner							
(Last) 717 TEXA	ast) (First) (Middle) 17 TEXAS STREET, SUITE #2400					3. Date of Earliest Transaction (Month/Day/Year) 08/13/2010										below)	give title		Other (s below)		
(Street) HOUSTO	HOUSTON TX 77002  City) (State) (Zip)				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line)	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
		Tab	le I - Non	-Deriv	ative	e Se	curiti	es A	cqı	uired, C	Disp	osed	of, or Be	nef	icially	Owned			1		
1. Title of Security (Instr. 3) 2. Transa Date (Month/D					ar) i	2A. Deemed Execution Date, if any (Month/Day/Year)			3. Transact Code (In 8)			ecurities Acquired (A) or posed Of (D) (Instr. 3, 4 a			5. Amoun Securities Beneficia Owned Fo Reported	s Ily ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
										Code	,	Amount	(A) (C)	r	Price	Transaction(s) (Instr. 3 and 4)					
		7	Fable II - [										f, or Ben			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution E if any (Month/Day	Date, 1	i. Transaction Code (Instr. I)		of		Exp	Date Exerc piration Da pnth/Day/\	ate	le and 7. Title and Amc Securities Unde Derivative Secu (Instr. 3 and 4)		rlying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	e s ully	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Dat Exe	te ercisable	Exp	oiration te	Title	O N O	umber						
Distribution Equivalent Rights for Deferred Share Units	(1)	08/13/2010			A		96			(2)		(2)	Common units representin limited p/ship	g	96	\$0 <sup>(3)</sup>	5,718	3	D		

## **Explanation of Responses:**

- 1. N/A The distribution equivalent rights accrued on the number of Deferred Share Units ("DSUs") recorded in his account. Each distribution equivalent right is the economic equivalent of one DSU. Upon termination of board service, Common Units representing limited partnership interests may be purchased on the open market on behalf of Mr. Jenkins-Stark whereby he would receive Common Units in a number equal to the number of DSUs recorded in his account less any applicable withholdings. Alternatively, Mr.Jenkins-Stark may elect to receive the value of his DSU entitlement in cash. The cash payment amount shall be determined by multiplying the number of DSUs recorded in his account by the Fair Market Value of a Common Unit less any applicable withholdings.
- $2.\ N/A$  the DSUs are fully vested and are redeemable only following Mr. Jenkins-Stark's termination of Board service.
- 3. The distribution amount reflects the number of DSUs added to the director's share unit account as of the record date for the distribution. Pursuant to the Share Unit Plan for Non-Employee Directors (2007), the distribution amount is calculated based on the declared distribution multiplied by the number of share units in the account, divided by the market value of the common units on the payment date for such distribution

## Remarks:

/s/ Brenda L. Rawcliffe, Attorney for Jack Jenkins-Stark

08/13/2010

\*\* Signature of Reporting Person

Date

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 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).

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.