

El Paso Pipeline Partners, L.P.
Form 4
March 31, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
EL PASO CORP/DE

(Last) (First) (Middle)
1001 LOUISIANA STREET
(Street)
HOUSTON, TX 77002
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
El Paso Pipeline Partners, L.P. [EPB]

3. Date of Earliest Transaction
(Month/Day/Year)
03/30/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)			
				Code	V	Amount	(A) or (D) Price			
Common Units	03/30/2010		P		5,346,251	A	\$ 27.87 (1) (2) (3)	60,672,648	I	See footnotes (1) (2)

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

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SEC 1474 (9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EL PASO CORP/DE 1001 LOUISIANA STREET HOUSTON, TX 77002		X		
El Paso Pipeline Holding Company, L.L.C. 1001 LOUISIANA STREET HOUSTON, TX 77002		X		
El Paso Pipeline LP Holdings, L.L.C. 1001 LOUISIANA STREET HOUSTON, TX 77002		X		
EL PASO PIPELINE GP COMPANY, L.L.C. 1001 LOUISIANA STREET HOUSTON, TX 77002		X		

Signatures

/s/ Robert W. Baker for El Paso Corporation	03/31/2010
**Signature of Reporting Person	Date
/s/ Robert W. Baker for El Paso Pipeline Holding Company, L.L.C.	03/31/2010
**Signature of Reporting Person	Date
/s/ Robert W. Baker for El Paso Pipeline LP Holdings, L.L.C.	03/31/2010
**Signature of Reporting Person	Date
/s/ Robert W. Baker for El Paso Pipeline GP Company, L.L.C.	03/31/2010
**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).

Pursuant to the Contribution Agreement, dated March 24, 2010 (the "Contribution Agreement"), by and among the Issuer, El Paso Pipeline GP Company, L.L.C. (the "General Partner"), El Paso Pipeline LP Holdings, L.L.C. ("Holdings"), El Paso Pipeline Partners Operating Company, L.L.C. (the "Operating Company"), El Paso Corporation ("El Paso"), El Paso Elba Express Company, L.L.C. ("Elba Express"), Southern LNG Company, L.L.C. ("SLNG"), El Paso Pipeline Corporation ("EPPC") and El Paso Pipeline Holding Company, L.L.C. ("EPP Holdco"), on March 30, 2010, the Issuer issued 5,346,251 Common Units to El Paso, EPP Holdco, EPPC, the General Partner and Holdings as partial consideration for a 51% membership interest in Elba Express and a 51% membership interest in SLNG.

(1) As of March 30, 2010, El Paso directly and indirectly owns 100% of EPP Holdco, which owns 100% of each of Holdings and the General Partner. Accordingly, El Paso and El Paso Holdco are the indirect beneficial owners of the 60,672,648 Common Units, the 2% general partner interest, the incentive distribution rights and the subordinated units of the Issuer.

(2) The number of Common Units was determined based upon a price of \$27.87 representing the highest volume weighted average price over certain specified trading periods ending on March 23, 2010.

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

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