

Check appropriate box:

An Initial (Original) Submission

Resubmission No. _____

Form 6 Approved
OMB No. 1902-0022
(Expires 6/30/2007)
Form 6-Q Approved
OMB No. 1902-0206
(Expires 6/30/2007)



**FERC Financial Report
FERC Form No. 6: ANNUAL REPORT
OF OIL PIPELINE COMPANIES and
Supplemental Form 6-Q:
Quarterly Financial Report
(Formerly ICC Form P)**

These reports are mandatory under the Interstate Commerce Act, Sections 20 and 18 CFR Parts 357.2 and 357.4. Failure to report may result in criminal fines, civil penalties and other sanctions as provided by law. The Federal Energy Regulatory Commission does not consider this report to be of a confidential nature.

Exact Legal Name of Respondent (Company)

Enbridge Energy, Limited Partnership

Year/Period of Report

End of 2005/Q4

U.S. DEPARTMENT OF ENERGY
Federal Energy Regulatory Commission
**INSTRUCTIONS FOR FILING THE
FERC FORM NO. 6**

GENERAL INFORMATION

I. Purpose

Form 6 is an annual regulatory support requirement under 18 CFR 357.2. Form 6-Q is a quarterly regulatory support requirement under 18 CFR 357.4. These reporting requirements are designed to collect financial and operational informational from oil pipeline companies subject to the jurisdiction of the Federal Energy Regulatory Commission. These reports are also considered to be a non-confidential public use form.

II. Who Must File

(a) Each oil pipeline company, subject to the provisions of Section 20 of the Interstate Commerce Act, and having jurisdictional operating revenues of \$500,000 or more in each of the three immediately preceding calendar years, must submit Forms 6 and 6-Q. Companies with revenues less than \$500,000 must file Form 6 pages as outlined in 18 CFR 357.2(a)(2).

III. What and Where to Submit

(a) Submit these forms electronically through the Form 6/6-Q Submission Software. Retain one copy of this report for your files.

(b) Respondents may submit the Annual/Quarterly Corporate Officer Certification electronically or file a signed original Corporate Officer Certification to:

Chief Accountant
Federal Energy Regulatory Commission
888 First Street N.E.
Washington, DC 20426

(c) Submit immediately upon publication, two (2) copies of the latest annual report to stockholders. Indicate by checking the appropriate box on Page 3, List of Schedules, if the reports to stockholders will be submitted or if no annual report to stockholders is prepared. Mail these reports to the address in III (b) above.

IV. When to Submit

(a) Submit these report forms according to the filing dates contained in sections 18 CFR 357.2 and 357.4 of the Commission's regulations.

V. Where to Send Comments on Public Reporting Burden

(a) The public reporting burden for Form 6 is estimated to average xxx hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. The public reporting burden for Form 6 is estimated to average 150 hours per response. Send comments regarding these burden estimates or any aspect of these collections of information, including suggestions for reducing this burden, to the Federal Energy Regulatory Commission, 888 First Street, NE, Washington DC 20426 (Attention: Michael Miller, ED-30); and to the Office of Information and Regulatory Affairs, Office of the Management and Budget, Washington, DC 20503 (Attention: Desk Officer for the Federal Energy Regulatory Commission).

(b) You shall not be penalized for failure to respond to this collection of information unless the collection of information displays a valid OMB control number.

GENERAL INSTRUCTIONS

- I. Prepare these reports in conformity with the Uniform System of Accounts (18 CFR 352) (USoA). Interpret all accounting words and phrases in accordance with the USoA.
- II. Enter in whole numbers (dollars) only, except where otherwise noted. Enter cents for averages where cents are important. The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts the balances at the end of the current reporting period, and use for income statement accounts the current year's amounts. Quarterly reporting should be consistent with the previous year's reporting.
- III. Complete each question fully and accurately, even if it has been answered in a previous period. Enter the word "None" where it truly and completely states the fact.
- IV. For any page(s) that is not applicable to the respondent, either
- (a) Enter the words "Not Applicable" on the particular page(s), or
 - (b) Omit the page(s) and enter "NA", "None", or "Not Applicable" in column (d) on the List of Schedules, pages 2 and 3.
- V. Enter the month, day, and year for all dates. Use customary abbreviations. **The "Date of Report" at the top of each page is applicable only to resubmissions.** (see VII. Below).
- VI. Generally, except for certain schedules, all numbers, whether they are expected to be debits or credits, must be reported in the positive. Numbers having a sign that is different from the expected sign should be entered with a negative (-) sign.
- VII. For any resubmissions, submit the filing using the Form 6/6-Q Submission Software. Send a letter identifying the pages which have been revised to
- Chief Accountant
Federal Energy Regulatory Commission
888 First Street N.E.
Washington, DC 20426
- VIII. Do not make references to reports of previous periods or to other reports in lieu of required entries, except as specifically authorized.
- IX. Whenever (schedule) pages refer to figures from a previous period the figures reported must be based upon those shown by the report of the previous period or an appropriate explanation given as to why different figures were used.

DEFINITIONS

1. Active Corporation - A corporation which maintains an organization for operating property or administering its financial affairs.
2. Actually Issued - For the purposes of this report, capital stock and other securities are considered to be actually issued when sold to a bona fide purchaser for a valuable consideration, and such purchaser holds free from control by the respondent.
3. Actually Outstanding - For the purposes of this report, capital stock and other securities actually issued and not reacquired by or for the respondent.
4. Affiliated Companies - The situation where one company directly or indirectly controls the other, or where they are subject to a common control.
5. Carrier - A common carrier by pipeline subject to the Interstate Commerce Act.
6. Commission - Means the Federal Energy Regulatory Commission.
7. Control (including the terms "controlling," "controlled by," and "under common control with") -
 - (a) The possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of a company, whether such power is exercised through one or more intermediary companies, or alone, or in conjunction with, or pursuant to an agreement. Also, it is necessary whether such power is established through a majority or minority ownership or voting of securities, common directors, officers or stockholders, voting trusts, holding trusts, associated companies, contract or any other direct or indirect means. When there is doubt about an existence of control in any particular situation, the carrier shall report all pertinent facts to the Commission for determination. (18 CFR 352, Definition 10.)
 - (b) For the purposes of this report, the following are to be considered forms of control:
 - (1) Right through title to securities issued or assumed to exercise the major part of the voting power in the controlled company;
 - (2) Right through agreement of through sources other than title to securities to name the majority of the board of directors, managers, or trustees of the controlled company;
 - (3) Right to foreclose a priority lien upon all or a major part in value of the tangible property of the controlled company;
 - (4) Right to secure control in consequence of advances made for construction of the property of the controlled company. Indirect control is that exercised through an intermediary.
 - (c) A leasehold interest in the property of a company is not for the purpose of these accounts to be classed as a form of control over the lessor company.
8. Crude Oil - Oil in its natural state (including natural gas and other similar natural constituents), not altered, refined, or prepared for use by any process.
9. Inactive Corporation - A corporation which has been practically absorbed in a controlling corporation, and which neither operates property nor administers its financial affairs; if it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.
10. Nominally Issued - For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent.
11. Nominally Outstanding - For the purposes of this report, those capital stock and other securities reacquired by or for the respondent under such circumstances require them to be considered held alive and not canceled or retired.
12. Products - Oils that have been refined, altered, or processed for use, such as fuel oil and gasoline.
13. Undivided Joint Interest Pipeline - Physical pipeline property owned in undivided joint interest by more than one person/entity.
14. Undivided Joint Interest Property - Carrier property owned as part of an undivided joint interest pipeline.

EXCERPTS FROM THE LAW

Interstate Commerce Act, Part I

Section 20

(1) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, * * * (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, * * * specific and full, true, and correct answers to all questions upon which the Commission may deem information to be necessary, classify such carriers, lessors, * * * as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, * * * in such form and detail as may be prescribed by the Commission.

(2) Said annual reports shall contain all the required information for the period of twelve months ending on the 31st day of December in each year, unless the Commission shall specify a different date, and shall be made out under oath and filed with the Commission at its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

GENERAL PENALTIES

Section 20

(7)(b) Any person who shall knowingly and willfully make, cause to be made, or participate in the making of any false entry in any annual or other report required under this section to be filed, * * * or shall knowingly or willfully file with the Commission any false report, or other document, shall be deemed guilty of a misdemeanor and shall be subject, upon conviction in any court of the United States of competent jurisdiction to a fine of not more than five thousand dollars or imprisonment for not more than two years, or both such fine and imprisonment: * * *

(7)(c) Any carrier or lessor, or any officer, agent, employee, or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full true and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

**FERC FORM NO. 6/6-Q:
REPORT OF OIL PIPELINE COMPANIES**

IDENTIFICATION

01 Exact Legal Name of Respondent Enbridge Energy, Limited Partnership		02 Year/Period of Report End of 2005 / Q4
03 Previous Name and Date of Change (if name changed during year)		
04 Address of Principal Office at End of Year (street, City, State, Zip Code) 1100 Louisiana Street, Suite 3300, Houston, Texas 77002		
05 Name of Contact Person William Ramos	06 Title of Contact Person Manager, Financial Reporting	
07 Address of Contact Person (Street, City, State, Zip Code) 1100 Louisiana Street, Suite 3300, Houston, Texas 77002		
08 Telephone of Contact Person, Including Area Code 832 - 214 - 5775	09 This Report Is (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	10 Date of Report (Mo, Da, Yr) 06/16/2006

ANNUAL CORPORATE OFFICER CERTIFICATION

The undersigned officer certifies that:

I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.

01 Name Mark A. Maki	02 Title Vice President, Finance
03 Signature \\MarkAMaki	04 Date Signed (Mo, Da, Yr) 06/15/2006

Title 18, U.S.C. 1001, makes it a crime for any person knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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List of Schedules

Enter in column (d) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the responses are "none," "not applicable," or "NA."

Title of Schedule (a)	Reference Page No. (b)	Date Revised (c)	Remarks (d)
GENERAL CORPORATE INFORMATION AND FINANCIAL STATEMENTS			
General Information	101	ED 12-91	
Control Over Respondent	102	REV 12-95	
Companies Controlled by Respondent	103	NEW 12-95	
Principal General Officers	104	ED 12-91	
Directors	105	REV 12-95	
Important Changes During the Year	108-109	REV 12-95	
Comparative Balance Sheet Statement	110-113	REV 12-03	
Income Statement	114	REV 12-03	
Statement of Accumulated Comprehensive Income and Hedging Activities	116	NEW 12-02	None
Appropriated Retained Income	118	REV 12-95	None
Unappropriated Retained Income Statement	119	REV 12-95	
Dividend Appropriations of Retained Income	119	REV 12-95	
Statement of Cash Flows	120-121	REV 12-95	
Notes to Financial Statements	122-123	REV 12-95	
BALANCE SHEET SUPPORTING SCHEDULES (Assets and Other Debts)			
Receivable From Affiliated Companies	200	REV 12-00	
General Instructions Concerning Schedules 202 thru 205	201	REV 12-95	
Investments in Affiliated Companies	202-203	ED 12-91	
Investments in Common Stocks of Affiliated Companies	204-205	ED 12-91	None
Companies Controlled Directly by Respondent Other Than Through Title of Securities	204-205	ED 12-91	None
Instructions for Schedules 212 Thru 214	211	REV 12-03	
Carrier Property	212-213	REV 12-03	
Undivided Joint Interest Property	214-215	REV 12-03	None
Accrued Depreciation - Carrier Property	216	REV 12-03	
Accrued Depreciaton - Undivided Joint Interest Property	217	REV 12-03	None
Amortization Base and Reserve	218-219	REV 12-03	None
Noncarrier Property	220	REV 12-00	
Other Deferred Charges	221	REV 12-00	
BALANCE SHEET SUPPORTING SCHEDULES (Liabilities and Other Credits)			
Payables to Affiliated Companies	225	REV 12-00	
Long Term Debt	226-227	ED 12-00	
Analysis of Federal Income and Other Taxes Deferred	230-231	REV 12-00	None
Capital Stock	250-251	REV 12-95	
Capital Stock Changes During the Year	252-253	ED 12-91	None

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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List of Schedules (continued)

Enter in column (d) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the responses are "none," "not applicable," or "NA."

Title of Schedule (a)	Reference Page No. (b)	Date Revised (c)	Remarks (d)
Additional Paid-in Capital	254	ED 12-87	None
INCOME ACCOUNT SUPPORTING SCHEDULES			
Operating Revenue Accounts	301	REV 12-00	
Operating Expense Accounts	302-303	REV 12-00	
Pipeline Taxes	305	ED 12-87	
Income from Noncarrier Property	335	ED 12-91	
Interest and Dividend Income	336	REV 12-95	
Miscellaneous Items in Income and Retained Income Accounts for the Year	337	ED 12-96	
Payments for Services Rendered by Other Than Employees	351	REV 12-95	
PLANT STATISTICAL DATA			
Statistics of Operations	600-601	REV 12-00	
Miles of Pipeline Operated at End of Year	602-603	REV 12-00	
Footnotes	604	ED 12-91	
Annual Cost of Service Based Analysis Schedule	700	REV 12-00	
Stockholders' Reports (check appropriate box) <input type="checkbox"/> Two copies will be submitted <input checked="" type="checkbox"/> No annual report to stockholders is prepared			

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
General Information			
<p>1.) For item No. 1, give the exact full name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. The corporate name should also be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 1). If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.</p> <p>2.) For item No. 2, if incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or other possession began. If a partnership, give date of formation and full names of present partners.</p> <p>3.) For item No. 3, give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter. It in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers of trustees.</p> <p>4.) For item No. 4, give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected during the year, citing chapter and section. Specify Government, State, Territory under the laws of which each company consolidated or merged or otherwise combined during the year into the present company was organized; give reference to the charters of each, and to all amendments of them. Carefully distinguish between mergers and consolidations. For the purpose of this report, a merger may be defined as the absorption of one of two existing corporations by the other so the absorbed or merged corporation ceases to exist as a legal entity, its property passing to the merging or absorbing corporation, which assumes all of the merged corporation's obligations. A consolidation may be defined as the union of two or more existing corporations into a new corporation, which, through the consolidation, acquires all of the property of the uniting corporations, assumes all of their obligations, and issues its capital stock in exchange for those of the uniting corporations in ratios fixed in the agreement for consolidations, after completion of which both or all of the consolidating corporations cease to exist as legal entities. In a footnote, explain combinations that are not classifiable as mergers or consolidations. Cases in which corporations have become inactive and have been practically absorbed through ownership or control of their entire capital stock, through leases of long duration (under which the lessor companies do not keep up independent organizations for financial purposes), or otherwise, so that no distinction is made in operating or in accounting by reason of the original separate incorporation, should be included in a separate list and fully explained in answering this and the following page.</p>			
1. Give exact name of pipeline company making this report. Enbridge Energy, Limited Partnership			
2. Give date of incorporation. 10/09/1991			
3. Give reference to laws of the Government, State, or Territory under which the company is organized. If more than one, name all. State of Delaware			
4. If a consolidated or a merged company, name all constituent and all merged companies absorbed during the year. None			
5. Give date and authority for each consolidation and for each merger effected during the year. None			
6. If a reorganized company, give name of original corporation, refer to laws under which it was organized, and state the occasion for any reorganization effected during the year. Not a reorganized company.			
7. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars (details). None			

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Control Over Respondent

1.) Report in Column (a) the names and state of incorporation of all corporations, partnerships, business trusts, and similar organizations that indirectly held control (see page iii for definition of control) over the respondent at end of year by means of intermediaries. Report only the names of those companies that held ultimate control over the respondent. If control is in a holding company organization, report in a footnote the chain of organization only if there are two or more intermediary companies in the chain of ownership.

2.) Report in column (b) the names and state of incorporation and in column (c) the percent of the respondent's voting stock owned by all corporations, partnerships, business trusts, and similar organizations that directly held control over the respondent at end of year.

3.) If control is held by trustees, state in a footnote the names of the trustees, the names of beneficiaries for whom the trust is maintained, and the purpose of the trust.

Line No.	Controlling Company or Main Parent (a)	Intermediate or Direct Parent (b)	Percent Voting Stock Owned (c)
1		Enbridge Energy Partners, L.P.	99.99
2		Organized under the State of	
3		Delaware	
4		(Limited Partnership Interest)	
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Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Companies Controlled by Respondent

1.) Report in column (a) the names and state of incorporation of all corporations, partnerships, and similar organizations controlled (see page iii for definition of control) directly by respondent at end of year.
 2.) If control is held jointly with one or more other interests, state the fact in a footnote and name the other interests.

Line No.	Name of Company Controlled (a)	Kind of Business (b)	Percent Voting Stock Owned (c)
1	Tri State Holdings, L.L.C.	Real Property Holdings	100.00
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Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Principal General Officers

1.) Give the title, name, and address of the principal general officers as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, Construction, Maintenance, Engineering, Commercial, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the company or of some department of it, also give their names and titles, and the location of their offices. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, briefly state the facts under Explanatory Remarks below.

Line No.	Title of General Officer (a)	Name of Person Holding Office at End of Year	Office Address (c)
1	President	Dan C. Tutcher	1100 Louisiana St., Ste. 3300 Houston, Texas 77002-5217
2			
3			
4	Vice President and COO	Terrance L. McGill	1100 Louisiana St., Ste. 3300 Houston, Texas 77002-5217
5			
6			
7	Vice President, Finance &	Mark A. Maki	1100 Louisiana St., Ste. 3300 Houston, Texas 77002-5217
8	Accounting		
9			
10	Vice President	Leon A. Zupan	10201 Jasper Ave Edmonton, AB, Canada T5J 3N7
11			
12			
13	Treasurer	Vernon D. Yu	3000, 425 - 1st Street, SW Calgary, AB, Canada T2P 3L8
14			
15			
16	Assistant Treasurer	Johnathan N. Rose	1100 Louisiana St., Ste 3300 Houston, Texas 77002-5217
17			
18			
19	Chief Accountant	Jody L. Balko	1100 Louisiana St., Ste. 3300 Houston, Texas 77002-5217
20			
21			
22	Secretary	Bruce A. Stevenson	1100 Louisiana St., Ste. 3300 Houston, Texas 77002-5217
23			
24			
25	Assistant Secretary	Chris Kaitson	1100 Louisiana St., Ste. 3300 Houston, Texas 77002-5217
26			
27			
28	Tax Officer	Jana I. Jordan	1100 Louisiana St., Ste. 3300 Houston, Texas 77002-5217
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Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year of Report
Enbridge Energy, Limited Partnership	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	06/16/2006	2005/Q4
FOOTNOTE DATA			

Schedule Page: 104 Line No.: 1 Column: a

Actual ownership percentage is 99.999% for the limited partner and .001% for the general partner.

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Directors

1.) Report below the information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent.
 2.) Designate members of the Executive Committee by an asterisk and the Chairman of the Executive Committee by a double asterisk.

Line No.	Name and Title of Director (a)	Offices Address (Street, city, state, zip) (b)
1	Sole Member:	
2	Enbridge Energy Partners, L.P.	1100 Louisiana Street, Suite 3300
3		Houston, Texas 77002-5217
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<p>Name of Respondent Enbridge Energy, Limited Partnership</p>	<p>This Report Is: <input checked="" type="checkbox"/> An Original <input type="checkbox"/> A Resubmission</p>	<p>Date of Report (Mo, Da, Yr) 06/16/2006</p>	<p>Year/Period of Report End of 2005/Q4</p>
<p>Important Changes During the Quarter/Year</p>			
<p>Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number these in accordance with the inquiries. Each inquiry should be answered. Enter "none" or "not applicable" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.</p> <p>1.) Changes and important additions to franchise rights: Describe the actual consideration given therefor and state from whom the franchise rights were acquired. State if no consideration was given.</p> <p>2.) Acquisition of ownership in other carrier operations by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, and reference to dates of Commission authorization and journal entries filed if applicable.</p> <p>3.) Important extension or reduction of carrier pipeline operations: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required.</p> <p>4.) State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year.</p> <p>5.) If the important changes during the year relating to the respondent company appearing in the respondent's annual report to stockholders are applicable in every respect and furnish the data required by instructions 1 to 4 above, such notes may be attached to this page.</p>			

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year of Report 2005/Q4
Enbridge Energy, Limited Partnership			
Important Changes During the Quarter/Year (continued)			

There were no important changes for the year 2005.

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Comparative Balance Sheet Statement

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

2.) On line 30, include depreciation applicable to investment in system property.

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (in dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)
	CURRENT ASSETS			
1	Cash (10)			25,648
2	Special Deposits (10-5)			
3	Temporary Investments (11)		30,961,813	26,001,307
4	Notes Receivable (12)			
5	Receivables from Affiliated Companies (13)	200	28,394,598	21,652,358
6	Accounts Receivable (14)		27,941,837	23,474,079
7	Accumulated Provision For Uncollectible Accounts (14-5)			
8	Interest and Dividends Receivable (15)			
9	Oil Inventory (16)			
10	Material and Supplies (17)		8,974,630	8,402,621
11	Prepayment (18)		1,630,729	1,570,212
12	Other Current Assets (19)			
13	Deferred Income Tax Assets (19-5)	230-231		
14	TOTAL Current Assets (Total of lines 1 thru 13)		97,903,607	81,126,225
	INVESTMENTS AND SPECIAL FUNDS			
	Investments in Affiliated Companies (20):			
15	Stocks	202-203	100	100
16	Bonds	202-203		
17	Other Secured Obligations	202-203		
18	Unsecured Notes	202-203		
19	Investment Advances	202-203		
20	Undistributed Earnings from Certain Invest. in Acct. 20	204		
	Other Investments (21):			
21	Stocks			
22	Bonds			
23	Other Secured Obligations			
24	Unsecured Notes			
25	Investment Advances			
26	Sinking and other funds (22)			
27	TOTAL Investment and Special Funds (Total lines 15 thru 26)		100	100
	TANGIBLE PROPERTY			
28	Carrier Property (30)		1,981,694,813	1,947,353,775

Name of Respondent Enbridge Energy, Limited Partnership		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
Comparative Balance Sheet Statement (continued)				
For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.				
1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.				
2.) On line 30, include depreciation applicable to investment in system property.				
For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.				
Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (In dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)
29	(Less) Accrued Depreciation-Carrier Property (31)		546,674,461	487,925,446
30	(Less) Accrued Amortization-Carrier Property (32)			
31	Net Carrier Property (Line 28 less 29 and 30)		1,435,020,352	1,459,428,329
32	Operating Oil Supply (33)			
33	Noncarrier Property (34)		10,565,843	10,519,838
34	(Less) Accrued Depreciation-Noncarrier Property		2,445,029	2,136,752
35	Net Noncarrier Property (Line 33 less 34)		8,120,814	8,383,086
36	TOTAL Tangible Property (Total of lines 31, 32, and 35)		1,443,141,166	1,467,811,415
OTHER ASSETS AND DEFERRED CHARGES				
37	Organization Costs and Other Intangibles (40)			
38	(Less) Accrued Amortization of Intangibles (41)			
39	Reserved			
40	Miscellaneous Other Assets (43)			
41	Other Deferred Charges (44)	221	4,948,981	6,555,618
42	Accumulated Deferred Income Tax Assets (45)	230-231		
43	Derivative Instrument Assets (46)			
44	Derivative Instrument Assets - Hedges (47)			
45	TOTAL Other Assets and Deferred Charges (37 thru 44)		4,948,981	6,555,618

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Comparative Balance Sheet Statement (continued)

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

2.) On line 30, include depreciation applicable to investment in system property.

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (in dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)
46	TOTAL Assets (Total of lines 14, 27, 36 and 45)		1,545,993,854	1,555,493,358
	CURRENT LIABILITIES			
47	Notes Payable (50)			
48	Payables to Affiliated Companies (51)		125,203,940	113,293,868
49	Accounts Payable (52)		1,490,483	2,320,924
50	Salaries and Wages Payable (53)			
51	Interest Payable (54)		5,693,402	5,520,890
52	Dividends Payable (55)			
53	Taxes Payable (56)		12,307,616	14,858,198
54	Long-Term Debt - Payable Within One Year (57)	226-227	31,000,000	31,000,000
55	Other Current Liabilities (58)		18,436,396	11,771,402
56	Deferred Income Tax Liabilities (59)	230-231		
57	TOTAL Current Liabilities (Total of lines 47 thru 56)		194,131,837	178,765,282
	NONCURRENT LIABILITIES			
58	Long-Term Debt - Payable After One Year (60)	226-227	554,000,000	525,000,000
59	Unamortized Premium on Long-Term Debt (61)			
60	(Less) Unamortized Discount on Long-Term Debt-Dr. (62)		503,185	541,385
61	Other Noncurrent Liabilities (63)		2,214,011	1,749,015
62	Accumulated Deferred Income Tax Liabilities (64)	230-231		
63	Derivative Instrument Liabilities (65)			
64	Derivative Instrument Liabilities - Hedges (66)			
65	Asset Retirement Obligations (67)			
66	TOTAL Noncurrent Liabilities (Total of lines 58 thru 65)		555,710,826	526,207,630
67	TOTAL Liabilities (Total of lines 57 and 66)		749,842,663	704,972,912
	STOCKHOLDERS' EQUITY			
68	Capital Stock (70)		1,110,085,880	1,110,085,880
69	Premiums on Capital Stock (71)			
70	Capital Stock Subscriptions (72)			
71	Additional Paid-In Capital (73)	254		
72	Appropriated Retained Income (74)	118		
73	Unappropriated Retained Income (75)	119	(313,934,689)	(259,565,434)
74	(Less) Treasury Stock (76)			
75	Accumulated Other Comprehensive Income (77)			
76	TOTAL Stockholders' Equity (Total of lines 68 thru 75)	115	796,151,191	850,520,446
77	TOTAL Liabilities and Stockholders' Equity (Total of lines 67 and 76)		1,545,993,854	1,555,493,358

Name of Respondent Enbridge Energy, Limited Partnership		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4		
Income Statement						
1. Enter in column (c) the year to date operations for the period, and enter in column (d) the year to date operations for the same period of the prior year.						
2. Enter in column (e) the operations for the reporting quarter and enter in column (f) the operations for the same three month period for the prior year. Do not report Annual data in columns (e) and (f)						
Line No.	Item (a)	Reference Page No. in Annual Report (b)	Total current year to date Balance for Quarter/Year (c)	Total prior year to date Balance for Quarter/Year (d)	Current 3 months ended Quarterly only no 4th Quarter (e)	Prior 3 months ended Quarterly only no 4th Quarter (f)
	ORDINARY ITEMS - Carrier Operating Income					
1	Operating Revenues (600)	301	344,260,083	351,444,654		
2	(Less) Operating Expenses (610)	302-304	247,518,125	235,154,622		
3	Net Carrier Operating Income		96,741,958	116,290,032		
	Other Income and Deductions					
4	Income (Net) from Noncarrier Property (602)	335	376,996	254,653		
5	Interest and Dividend Income (From Investment under Cost Only) (630)	336	41,328	5,609		
6	Miscellaneous Income (640)	337	(10,416)			
7	Unusual or Infrequent Items--Credits (645)			60,952		
8	(Less) Interest Expense (650)		47,951,128	49,644,917		
9	(Less) Miscellaneous Income Charges (660)	337	667,993	591,709		
10	(Less) Unusual or Infrequent Items--Debit (665)					
11	Dividend Income (From Investments under Equity Only)					
12	Undistributed Earnings (Losses)					
13	Equity in Earnings (Losses) of Affiliated Companies (Total lines 11 and 12)					
14	TOTAL Other Income and Deductions (Total lines 4 thru 10 and 13)		(48,211,213)	(49,915,412)		
15	Ordinary Income before Federal Income Taxes (Line 3 +/- 14)		48,530,745	66,374,620		
16	(Less) Income Taxes on Income from Continuing Operations (670)					
17	(Less) Provision for Deferred Taxes (671)	230-231				
18	Income (Loss) from Continuing Operations (Total lines 15 thru 17)		48,530,745	66,374,620		
	Discontinued Operations					
19	Income (Loss) from Operations of Discontinued Segments (675)*					
20	Gain (Loss) on Disposal of Discontinued Segments (676)*					
21	TOTAL Income (LOSS) from Discontinued Operations (Lines 19 and 20)					
22	Income (Loss) before Extraordinary Items (Total lines 18 and 21)		48,530,745	66,374,620		
	EXTRAORDINARY ITEMS AND ACCOUNT CHANGES					
23	Extraordinary Items -- Net -- (Debit) Credit (680)	337				
24	Income Taxes on Extraordinary Items -- Debit (Credit) (695)	337				
25	Provision for Deferred Taxes -- Extraordinary Items (696)	230-231				
26	TOTAL Extraordinary Items (Total lines 23 thru 25)					
27	Cumulative Effect of Changes in Accounting Principles (697)*					
28	TOTAL Extraordinary Items and Accounting Changes -- (Debit) Credit (Line 26 + 27)					
29	Net Income (Loss) (Total lines 22 and 28)		48,530,745	66,374,620		
	* Less applicable income taxes as reported on page 122					

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Statement of Accumulated Comprehensive Income and Hedging Activities(continued)

Line No.	Other Cash Flow Hedges [Specify] (f)	Other Cash Flow Hedges [Specify] (g)	Totals for each category of items recorded in Account 77 (h)	Net Income (Carried Forward from Page 114, Line 29) (i)	Total Comprehensive Income (j)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

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Appropriated Retained Income

Give an analysis of the amount in Account No. 74, Appropriated Retained Income, at the end of the year.

Line No.	Class of Appropriation (a)	Balance at End of Current Year (in Dollars) (b)	Balance at End of Previous Year (in dollars) (c)
1	Additions to Property Through Retained Income		
2	Debt Retained Through Retained Income		
3	Sinking Funds		
4	Other Funds		
5	Appropriated Retained Income Not Specifically Invested		
6	Other Appropriations (Specify)		
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20	Total		

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Unappropriated Retained Income Statement

- 1.) Report items of the Retained Income Accounts of the respondents for the period, classified in accordance with the U.S. of A.
- 2.) Report on lines 15 and 16 the amount of assigned Federal income tax consequences, Account Nos. 710 and 720.
- 3.) Report on lines 17 through 20 all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.
- 4.) Line 18 should agree with Line 12, Schedule 114. The total of lines 2, 6, and 18 should agree with line 29, Schedule 114
- 5.) Include on lines 1 through 12 only amounts applicable to Retained Income exclusive of any amounts included on lines 17 through 20.

Line No.	Item (a)	Reference page no. for Year (b)	Current Quarter/Year (in dollars) (c)	Previous Quarter/Year (in dollars) (d)
	UNAPPROPRIATED RETAINED INCOME			
1	Balances at Beginning of Year		(259,565,434)	(213,485,779)
	CREDITS			
2	Net Balance Transferred from Income (700)	114	48,530,745	66,374,620
3	Prior Period Adjustments to Beginning Retained Income (705)			
4	Other Credits to Retained Income (710)*	337		
5	TOTAL (Lines 2 thru 4)		48,530,745	66,374,620
	DEBITS			
6	Net Balance Transferred from Income (700)	114		
7	Other Debits to Retained Income (720)*	337		
8	Appropriations of Retained Income (740)			
9	Dividend Appropriations of Retained Income (750)	119	102,900,000	112,454,275
10	TOTAL (lines 6 thru 9)		102,900,000	112,454,275
11	Net Increase (Decrease) During Year (Line 5 minus line 10)		(54,369,255)	(46,079,655)
12	Balances at End of Year (Lines 1 and 11)		(313,934,689)	(259,565,434)
13	Balance from Line 20			
14	TOTAL Unappropriated Retained Inc. and Equity in Undistr. Earnings. (Losses) of Affil. Comp. at End of Year (Lines 12 & 13)		(313,934,689)	(259,565,434)
	*Amount of Assigned Federal Income Tax Consequences			
15	Account No. 710			
16	Account No. 720			
	EQUITY IN UNDISTRIBUTED EARNINGS (LOSSES) OF AFFILIATED COMPANIES			
17	Balances at Beginning of Year			
18	Net Balance transferred from Income (700)	114		
19	Other Credits (Debits)			
20	Balances at End of Year			

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Statement of Cash Flows

(1) Codes to be used: (a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt;(c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.
(2) Information about noncash investing and financing activities must be provided on Page 122 Notes to the Financial Statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.
(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show on Page 122 Notes to the Financial Statements the amounts of interest paid (net of amount capitalized) and income taxes paid.

Line No.	Description (See Instructions No. 5 for Explanation of Codes) (a)	Current Quarter/Year Amount (b)	Previous Quarter/Year Amount (c)
1	Cash Flow from Operating Activities:		
2	Net Income	48,530,745	66,374,620
3	Noncash Charges (Credits) to Income:		
4	Depreciation	62,632,687	60,558,945
5	Amortization		
6			
7			
8	Deferred Income Taxes		
9	Net (Increase) Decrease in Prepays	(60,517)	(1,259,880)
10	Net (Increase) Decrease in Receivables	(11,209,998)	2,045,438
11	Net (Increase) Decrease in Inventory	(572,009)	(1,451,772)
12	Net Increase (Decrease) in Payables and Accrued Expenses	4,405,257	14,948,201
13	Net Increase (Decrease) in Other Noncurrent Liabilities	464,996	1,043,578
14	Other:		
15	Debt Expense Amortization	563,150	564,692
16	Other Minor Items		
17	Other Assets	1,043,487	244,663
18	Amortization of Discount	38,200	38,305
19	Allowance for Funds Used During Construction		
20			
21	Net Cash Provided by (Used in) Operating Activities		
22	(Total of lines 2 thru 20)	105,835,998	143,106,790
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Carrier Property:	(37,962,438)	(69,199,684)
27	Gross Additions to Noncarrier Property		
28	Other:		
29	Contractor Holdbacks	(775,269)	1,553,495
30	Other Property Receivables		
31	Salvage		168,877
32	Dismantlement		
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	(38,737,707)	(67,477,312)
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)		
38	Repayment from (Advance to) Affiliate in General Partner		
39	Investments in and Advances to Assoc. and Subsidiary Companies		
40	Contributors and Advances from Assoc. and Subsidiary Companies		
41	Disposition of Investments in (and Advances to)		
42	Associated and Subsidiary Companies		
43			
44	Purchase of Investment Securities (a)		
45	Proceeds from Sales of Investment Securities (a)		

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Statement of Cash Flows (continued)

(4) Investing Activities: Include at Other net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed on Page 122 Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

(5) Under "Other" specify significant amounts and group others.

(6) Enter on Page 122 clarifications and explanations.

Line No.	Description (See Instructions No. 5 for Explanation of Codes) (a)	Current Quarter/Year Amount (b)	Previous Quarter/Year Amount (c)
46	Loans Made or Purchased		
47	Collections on Loans		
48			
49	Net (Increase) Decrease in Receivables		
50	Net (Increase) Decrease in Inventory		
51	Net Increase (Decrease) in Payables and Accrued Expenses		
52	Other:		
53			
54			
55			
56	Net Cash Provided by (Used in) Investing Activities		
57	(Total of Lines 34 thru 55)	(38,737,707)	(67,477,312)
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long-Term Debt (b)		
62	Capital Stock		
63	Other:		
64	Less Financing Costs		
65	Long-term affiliate debt	29,000,000	39,000,000
66	Net Increase in Short-Term Debt (c)		
67	Other:		
68	364-Day Term Credit Facility		
69	Short Term Debt from Affiliate	11,736,567	(177,159,281)
70	Cash Provided by Outside Sources (Total of lines 61 thru 69)	40,736,567	(138,159,281)
71			
72	Payment for Retirement of:		
73	Long-term Debt (b)		
74	Capital Stock		
75	Other:		
76	Current Portion of Long-Term Debt		(31,000,000)
77			
78	Net Decrease in Short-Term Debt (c)		
79	Cash Distribution to Partners		(93,474,489)
80	Dividends on Capital Stock	(102,900,000)	181,000,000
81	Other:		
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)	(62,163,433)	(81,633,770)
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of Lines 22, 57, and 83)	4,934,858	(6,004,292)
87			
88	Cash and Cash Equivalents at Beginning of Year	26,026,955	32,031,247
89			
90	Cash and Cash Equivalents at End of Year	30,961,813	26,026,955

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of <u>2005/Q4</u>
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Notes to Financial Statements

Quarterly Notes

(1) Respondent must provide in the notes sufficient disclosures so as to make the interim information not misleading. Disclosures which would substantially duplicate the disclosures contained in the most recent FERC Annual Report may be omitted.

(2) Disclosures shall be provided where events subsequent to the end of the most recent year have occurred which have a material effect on the respondent. Respondent must include in the notes significant changes since the most recently completed year in such items as: accounting principles and practices; estimates inherent in the preparation of the financial statements; status of long-term contracts; capitalization including significant new borrowings or modifications of existing financing agreements; and changes resulting from business combinations or dispositions. However where material contingencies exist, the disclosure of such matters shall be provided even though a significant change since year end may not have occurred.

(3) Finally, if the notes to the financial statements relating to the respondent appearing in the annual report to the stockholders are applicable and furnish the data required by the above instructions, such notes may be included herein.

Annual Notes

(1) Use the space below for important notes regarding the Balance Sheet, Statement of Income for the year, Statement of Retained Earnings for the year, and Statement of Cash Flows, or any account therefor. Classify the notes according to each basic statement, providing a subheading for each statement, except where a note is applicable to more than one statement.

(2) Furnish details as to any significant commitments or contingent assets or liabilities existing at end of year, including a brief explanation of any action initiated by the Internal Revenue Service involving possible assessments of additional income taxes of a material amount, or of a claim for refund of income taxes of a material amount initiated by the respondent. State whether such commitments or contingencies will have a material adverse effect upon the financial position or results of operations of the respondent.

(3) Furnish details on the accounting for the respondent's pensions and postretirement benefits and explain any changes in the method of accounting for them. Include in the details a concise breakdown of the effects of the various components on income for the year, funding for the plans and accumulated obligations at year end.

(4) Provide an explanation of any significant changes in operations during the year. Give the financial statement effects of acquiring oil pipelines by purchase or merger or by participating in joint ventures or similar activities.

(5) Furnish details on the respondent's accounting for income taxes and provide an explanation of any changes in the methods of accounting for income taxes and give the financial statement effects resulting from these changes.

(6) Provide an explanation of any significant rate or other regulatory matters involving the respondent during the year and give the effects, if any, on the respondent's financial statements.

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Name of Respondent	This Report is:	Date of Report	Year of Report
Enbridge Energy, Limited Partnership	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 06/16/2006	2005/Q4
Notes to Financial Statements (continued)			

1. THE COMPANY

Enbridge Energy, Limited Partnership (the "Company") is a Delaware limited liability company and a wholly-owned subsidiary of Enbridge Energy Partners, L.P. (the "Enbridge Partnership"). It was originally formed as a corporation on October 9, 1991. The Company is engaged in the transportation of crude oil and liquid petroleum in the interstate market. The Company's pipeline spans a distance of approximately 1,900 miles and consists of approximately 3,500 miles of pipe, 59 pump stations and 62 crude oil storage tanks. The system serves all the major refining centers in the Great Lakes and Midwest regions of the United States and the Province of Ontario, Canada.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Company are prepared in accordance with accounting requirements of the Federal Energy Regulatory Commission, as set forth in the applicable Uniform System of Accounts and published accounting releases ("FERC USA"), which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America ("US GAAP").

The preparation of financial statements in conformity with FERC USA requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, and expenses as well as the disclosure of contingent assets and liabilities. Management regularly evaluates these estimates utilizing historical experience, consultation with experts and other methods considered reasonable in the circumstances. Nevertheless, actual results may differ significantly from these estimates. Any effects on the financial statements resulting from revisions to these estimates are recorded in the period in which the facts that give rise to the revision become known.

Regulation

The Company's primary business activities are subject to regulation by various federal and state authorities, including the Federal Energy Regulatory Commission ("FERC"). The FERC exercises statutory authority over various matters such as construction, rates and underlying accounting practices, and ratemaking agreements with customers.

Revenue Recognition

Revenues are derived from interstate transportation of crude oil and liquid petroleum under tariffs regulated by the FERC. The tariffs specify the amounts to be paid by shippers for service between receipt and delivery locations and the general terms and conditions of transportation services on the respective pipeline systems. Revenues are recorded upon delivery of products to customers. The Company does not own the crude oil and liquid petroleum that it transports, and therefore does not assume the direct commodity risk.

Cash and Cash Equivalents

Cash equivalents are defined as all highly marketable securities with maturities of three months or less when purchased. The carrying value of cash and cash equivalents approximates fair value because of the short term to maturity of these investments.

Oil Inventory and Materials and Supplies

Inventory includes oil inventory and materials and supplies inventory. All inventories are valued at the lower of cost or market. Upon disposition, inventory is recorded to cost of sales. Materials and supplies inventory is either used during

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Notes to Financial Statements (continued)			

operations and expensed to operating expenses, or used on capital projects and/or new construction, and capitalized to property, plant and equipment.

Oil Measurement Losses

Oil measurement losses occur as part of the normal operating conditions. The three types of oil measurement losses include:

- physical losses, which occur through evaporation, shrinkage, differences in measurement between receipt and delivery locations and other operational incidents;
- degradation losses, which result from mixing at the interface between higher quality light crude oil and lower quality heavy crude oil in pipelines; and
- revaluation losses, which are a function of crude oil prices, the level of the carrier's inventory and the inventory positions of customers.

There are inherent difficulties in quantifying oil measurement losses because physical measurements of volumes are not practical, as products continuously move through the Company's pipelines and virtually all of these pipelines are located underground.

Property, Plant and Equipment

Property, plant and equipment is stated at its original cost of construction or, upon acquisition, at the fair value of the assets acquired. Expenditures for system expansion, major renewals and betterments are capitalized; maintenance and repair costs are expensed as incurred.

Depreciation rates for the pipeline system are based on the lesser of the estimated remaining useful lives of the property or the estimated remaining life of crude oil or liquid petroleum production in the basins served by the pipelines.

The Company capitalizes direct costs, such as labor and materials, and related costs, such as overhead and interest at the Company's weighted average cost of debt, during construction. Depreciation of property, plant and equipment is provided on a straight-line basis over estimated useful lives of the assets. Upon disposition of property, plant and equipment, the cost less net proceeds is normally charged to accumulated depreciation and no gain or loss on disposal is recognized.

Expenditures related to property, plant and equipment ("capital expenditures") that have a useful life greater than one year, subject to a minimum rule, are capitalized for (1) assets purchased or constructed; (2) existing assets that are extended, replaced, or improved; or (3) all land, regardless of cost. Acquisition of new assets, additions, replacements and improvements (other than land) costing less than the established minimum rules are expensed accordingly.

The Company evaluates its long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. An impairment loss will be recognized when the sum of estimated undiscounted future cash flows expected to result from use of the asset and its eventual disposition is less than its carrying amount. If an impairment loss will be recognized, the amount of the impairment would be calculated as the excess of the carrying amount of the asset over

Name of Respondent	This Report is:	Date of Report	Year of Report
Enbridge Energy, Limited Partnership	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 06/16/2006	2005/Q4
Notes to Financial Statements (continued)			

the fair value of the asset either through reference to similar asset sales, or by estimating the fair value using a discounted cash flow approach. There have been no impairments recorded in 2005 and 2004.

Income Taxes

The Company is not a taxable entity for federal and state income tax purposes. Accordingly, no recognition is given to income taxes for financial reporting purposes.

Federal and state income taxes on the Partnership taxable income are borne by the individual partners through the allocation of the Partnership taxable income. Net income for financial statement purposes may differ significantly from taxable income reportable to the partners as a result of differences between the tax basis and financial reporting basis of assets and liabilities and the taxable income allocation requirements under the Amended and Restated Agreements of Limited Partnership of the Enbridge Energy, Limited Partnership. The aggregate difference in the basis of the Partnership's assets for financial and tax purposes cannot be readily determined because information regarding each partner's tax attributes in the Partnership is not available.

Comparative Amounts

Certain reclassifications have been made to the prior years' reported amounts to conform to the classifications used in the 2004 financial statements. These reclassifications have no effect on reported net income or member equity.

Statement of Cash Flows

Cash and cash equivalents includes Account 11, Temporary Investments

Accounting for Pensions and and Post-retirement Benefits

The Company does not have any employees. It is managed by Enbridge Pipelines (Lakehead) LLC, its General Partner ("General Partner"). The General Partner has contracted with Enbridge (U.S.) Inc. to provide operation services. These services are reimbursed at cost. Enbridge (U.S.) Inc. is a Delaware corporation owned by Enbridge Inc.

3. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment is comprised of the following:

December 31,	Depreciation %	2005	2004
Land		\$ 5,204,736	\$ 5,204,736
Right of Way	3.40-3.45	119,691,919	119,432,231
Pipeline	2.15-4.40	1,186,712,445	1,171,460,120
Pumping equipment, buildings and tanks	2.45-9.50	588,897,734	542,733,633
Vehicles, office furniture and equipment	6.00-8.17	47,953,049	47,965,921
Construction in progress		33,234,930	60,557,134
		1,981,694,813	1,947,353,775
Accumulated Depreciation		(546,674,461)	(487,925,446)
		\$1,435,020,352	\$1,459,428,329

Name of Respondent	This Report is:	Date of Report	Year of Report
Enbridge Energy, Limited Partnership	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 06/16/2006	2005/Q4
Notes to Financial Statements (continued)			

4. DEBT

The company at December 31, 2005 had the following long-term debt structure:

	Principal	Maturity Date	Rate	Interest Accrued	Interest Paid
First Mortgage	\$155,000,000	12/15/2011	9.15%	\$13,529,509	14,182,000
Senior Note	100,000,000	11/21/2012	7.90%	7,900,000	7,900,000
Senior Note	100,000,000	10/01/2018	7.00%	7,000,000	7,000,000
Senior Note	100,000,000	10/01/2028	7.15%	7,150,000	7,150,000
Interco Debt	39,000,000	11/26/2014	6.05%	2,359,500	2,359,500
Interco Debt	60,000,000	11/30/2015	5.48%	274,000	0
Total	<u>\$554,000,000</u>			<u>\$38,213,009</u>	<u>\$38,592,000</u>

5. MEMBER'S CAPITAL

Distributions Paid

In 2005 and 2004, the Company paid cash distributions of \$102,000,000 and \$112,454,275 respectively, to the Enbridge Partnership.

Capital Contributions

No capital contributions were made during 2003 nor 2004.

6. RELATED PARTY TRANSACTIONS

Balances in Receivables from Affiliated Companies and Payables to Affiliated Companies relate to activities in the normal course of business. At December 31, 2005 and 2004, the Company had Receivables from Affiliated Companies of \$28,394,598 and \$21,652,358, respectively, and Payables to Affiliated Companies of \$125,203,940 and \$113,293,868, respectively.

During 2005, the Company also entered into a long-term notes payable with the Enbridge Partnership for \$60 million with an annual interest rate of 5.48%.

7. COMMITMENTS AND CONTINGENCIES

Oil in Custody

The Company transports crude oil and liquid petroleum owned by its customers for a fee. Under terms of the Company's tariffs, losses of crude oil not resulting from direct negligence of the Company may be apportioned among its customers. In addition, the Company maintains property insurance coverage with respect to crude oil and liquid petroleum in the Company's custody.

9. ENVIRONMENTAL MATTERS

The Company is not aware of any events of non-compliance with respect to environmental matters, the effects of which would have a material effect on its financial position, results of operation or cash flows.

Name of Respondent Enbridge Energy, Limited Partnership	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year of Report 2005/Q4
Notes to Financial Statements (continued)			

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Receivables from Affiliated Companies

1.) Give particulars (details) of the various affiliated company debtors and the character of the transactions involved in the current asset Account No. 13, Receivables from Affiliated Companies.
 2.) In column (a), list every item amounting to \$500,000 or more. For debtors whose balances were less than \$500,000, a single entry may be made under a caption "Minor accounts, less than \$500,000."

Line No.	Name of Debtor (a)	Description of Assets or of Transaction (b)	Balance at End of Year (in dollars) (c)
1	Enbridge Holdings (Mustang)		
2	Inc. - Corporate	Affiliate Short Term Notes Receivable	461,828
3			
4	Enbridge Energy Partners,		
5	L.P.	Miscellaneous Services	20,913,085
6			
7	Enbridge Pipelines Inc.	Miscellaneous Services	3,855,298
8			
9	Enbridge Pipelines-Toledo	Miscellaneous Services	1,981,727
10			
11	Vector Pipeline L.P.	Miscellaneous Services	515,512
12			
13	Other	Minor accounts, less than \$500,000	667,148
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
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36			
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45			
46			
47			
48			
49		Total	28,394,598

GENERAL INSTRUCTIONS CONCERNING SCHEDULES 202 THRU 205

1.) In Schedules 202 thru 205, give particulars (details) of stocks, bonds, notes, advances, and miscellaneous securities of affiliated and nonaffiliated companies held by respondent at end of year specifically as investments; investments made or disposed of during the year; and dividends and interest credited to income. Exclude securities issued or assumed by respondent.

2.) Classify the investments in the following order by accounts. Show a total for each group.

- (A) Stocks
- (B) Bonds (Including U.S. Government Bonds)
- (C) Other Secured Obligations
- (D) Unsecured Notes
- (E) Investment Advances

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Investments in Affiliated Companies

- 1.) Give particulars (details) of investments included in Account Nos. 20, Investments in Affiliated Companies and 22, Sinking and Other Funds.
- 2.) Refer to the General Instructions on page 201. Be sure to follow the classification of Investments. Give totals for each class and for each subclass, and a grand total for each account.
- 3.) Indicate in footnotes the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered, giving names and other important particulars (details) of such obligations.
- 4.) Enter in column (c) date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (c) may be reported as "Serially 19 to 19". In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary due to limited space.

Line No.	Account No. (a)	Class No. (From 201) (b)	Name of Issuing Company and Description of Security Held, Also Lien Reference, If Any (c)	Extent of Control (In percent) (d)
1			Tri State Holdings, L.L.C	100.00
2				
3				
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Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Investments in Affiliated Companies (continued)

- 5.) If any of the companies included in this schedule are controlled by respondent, give the percent of control in column (d). In case any company listed is controlled other than through actual ownership of securities, give particulars (details) in a footnote. In cases of joint control, give in a footnote names of other parties and particulars (details) of control.
- 6.) If any advances are pledged, give particulars (details) in a footnote.
- 7.) Give particulars (details) of investments made, disposed of, or written down during the year in columns (f), (g) and (h). If the cost of any investment made during the year differs from the book value reported in column (f), explain the matter in a footnote. "Cost" means the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote.
- 8.) Do not include in this schedule issued securities or assumed by respondent.

Line No.	Total Book Value of Investments At End of Year (in dollars) (e)	Book Value of Investments of During Year (in dollars) (f)	INVST. DISP. WRITTEN Book Value (g)	INVST. DISP. WRITTEN Selling Price (h)	DIVIDENDS OR INTEREST Rate (in percent) (i)	DIVIDENDS OR INTEREST Amount Credited to Income (in dollars)
1						
2						
3						
4						
5						
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7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
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Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Invest in Com Stocks of Affiliated Co / Co Controlled Directly by Resp other than through Title to Securities

1.) Report below the particulars (details) of all investments in common stocks included in Account No. 20, investments in Affiliated Companies, which qualify for the equity method under instruction 2-2 in the U.S. of A.
 2.) Enter in column (c) the amount necessary to retroactively adjust those investments qualifying for the equity method of accounting in accordance with instruction 2-2 (c) (11) of the U.S. of A.

Line No.	Name of Issuing Company and Description of Security Held (a)	Balance at Beginning of Year (in dollars) (b)
	Carriers (List specifics for each company)	0
1		0
2		0
3		0
4		0
5		0
6		0
7		0
8		0
9		0
10		0
11		0
12		0
13	TOTAL	0
14	Noncarriers (Show totals only for each column)	0
15	TOTAL	0

COMPANIES CONTROLLED DIRECTLY BY RESPONDENT OTHER THAN THROUGH TITLE TO SECURITIES

Line No.	Name of Company Controlled (a)	Sole or Joint (b)
1		
2		
3		
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12		
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23		
24		

Name of Respondent Enbridge Energy, Limited Partnership	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year/Period of Report End of 2005/Q4
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Invest in Com Stocks of Affiliated Co / Co Controlled Directly by Resp other than through Title to Securities

- 3.) Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.
 4.) Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition. See instruction 2-2 (c) (4) of the U.S. of A.
 5.) The cumulative total of column (g) must agree with column (c), line 19, Schedule 110.

Line No.	Adjustment for Investments Qualifying for Equity Method (in dollars) (c)	Equity in Undistributed Earnings (Losses during year in dollars) (d)	Amortization During Year (in dollars) (e)	Adjustment for Investments Disposed of or Written Down During Year (in dollars) (f)	Balance at End of Year (in dollars) (g)
	0	0	0	0	0
1	0	0	0	0	0
2	0	0	0	0	0
3	0	0	0	0	0
4	0	0	0	0	0
5	0	0	0	0	0
6	0	0	0	0	0
7	0	0	0	0	0
8	0	0	0	0	0
9	0	0	0	0	0
10	0	0	0	0	0
11	0	0	0	0	0
12	0	0	0	0	0
13	0	0	0	0	0
14	0	0	0	0	0
15	0	0	0	0	0

COMPANIES CONTROLLED DIRECTLY BY RESPONDENT OTHER THAN THROUGH TITLE TO SECURITIES (Continued)

Line No.	DESCRIP. OF CONTROL Other Parties, if Any, to Joint Agreement for Control (c)	DESC OF CONTROL How Established (d)	DESC OF CONTROL Extent of Control (In percent) (e)	Remarks (f)
1			0.00	
2			0.00	
3			0.00	
4			0.00	
5			0.00	
6			0.00	
7			0.00	
8			0.00	
9			0.00	
10			0.00	
11			0.00	
12			0.00	
13			0.00	
14			0.00	
15			0.00	
16			0.00	
17			0.00	
18			0.00	
19			0.00	
20			0.00	
21			0.00	
22			0.00	
23			0.00	
24			0.00	

INSTRUCTIONS FOR SCHEDULES 212-213

<p>1.) Give an analysis of changes during the year in Account No. 30, <i>Carrier Property</i>, by carrier property accounts, excluding investments in undivided joint interest property reported on pages 214 and 215. The total carrier property reported on page 213 (column i, line 44) and the total undivided joint interest property reported on all pages 215 (column i, line 44) should represent all carrier property owned by the reporting entity at year end.</p> <p>2.) Enter in column (c) the cost of newly constructed property, additions, and improvements made to existing property. Include amounts distributed to carrier property accounts during the year which were previously charged to Account No. 187, <i>Construction Work in Progress</i>. In column (d) enter expenditures for existing pipeline property purchased or otherwise acquired. Enter in column (e) property sold, abandoned, or otherwise retired during the year. This will generally be a positive number, so that the calculation in column (f) works properly.</p> <p>3.) If pipeline operating property was acquired from or sold to some other company during the year, footnote the acquisition</p>	<p>or sale if it exceeded \$250,000. Include the following in the footnote: the name of the company the property was acquired from or sold to, the mileage acquired or sold, and the date of acquisition or sale. Include termini, the original cost of property acquired from an affiliate or other common carrier (see Instruction 3-1, Property acquired, Instructions for Carrier Property Accounts in Uniform System of Accounts), and the cost of the property to the respondent. Also give the amount debited or credited to each company account representing such property acquired or disposed of.</p> <p>4.) Enter in column (g) for each account the net of all other accounting adjustments, transfers, and clearances applicable to prior years' accounting.</p> <p>5.) Explain fully each adjustment, clearance, or transfer in excess of \$500,000 in a footnote. Explain transfers to or from Account No. 34, <i>Noncarrier Property</i>, in Schedule 219.</p> <p>6.) Indicate in parenthesis any entry in columns (f), (g), or (h) which represents an excess of credits over debits.</p>
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INSTRUCTIONS FOR SCHEDULES 214-215

<p>1.) Give an analysis of changes during the year in Account No. 30, <i>Carrier Property</i>, by carrier property accounts, for investments in undivided joint interest property. The respondent will only report its portion of the carrier property of any undivided joint interest pipeline in which it has an interest. If the respondent owns an interest in multiple undivided joint interest pipelines, prepare and submit a separate schedule 214-215 for each undivided joint interest pipeline in which it has an interest. If multiple schedules 214-215 are submitted, number all schedules subsequent to the first with a number and letter page designator (For example ... 214, 215; 214a, 215a; 214b, 215b; etc...).</p> <p>2.) Enter in column (c) the cost of newly constructed property, additions, and improvements made to existing property. Include amounts distributed to carrier property accounts during the year which were previously charged to Account No. 187, <i>Construction Work in Progress</i>. In column (d) enter expenditures for existing pipeline property purchased or otherwise acquired. Enter in column (e) property sold, abandoned, or otherwise retired during the year. This will generally be a positive number so that the calculation in column (f) works properly.</p> <p>3.) If pipeline operating property was acquired from or sold to some other</p>	<p>company during the year, footnote the acquisition or sale if it exceeded \$250,000. Include the following in the footnote: the name of the company the property was acquired from or sold to, the mileage acquired or sold, and the date of acquisition or sale. Include termini, the original cost of property acquired from an affiliate or other common carrier (see Instruction 3-1, Property acquired, Instructions for Carrier Property Accounts in Uniform System of Accounts), and the cost of the property to the respondent. Also give the amount debited or credited to each company account representing such property acquired or disposed of.</p> <p>4.) Enter in column (g) for each account the net of all other accounting adjustments, transfers, and clearances applicable to prior years' accounting.</p> <p>5.) Explain fully each adjustment, clearance, or transfer in excess of \$500,000 in a footnote. Explain transfers to or from Account No. 34, <i>Noncarrier Property</i>, in Schedule 219.</p> <p>6.) Indicate in parenthesis any entry in columns (f), (g), or (h) which represents an excess of credits over debits.</p>
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INSTRUCTIONS FOR SCHEDULES 216-217

<p>1.) On schedule 216, give an analysis of changes during the year in Account No. 31, <i>Accrued Depreciation - Carrier Property</i>, by carrier property accounts, excluding depreciation on undivided joint interest property reported on page 217.</p> <p>On schedule 217, give an analysis of changes during the year in Account No. 31, <i>Accrued Depreciation - Carrier Property</i>, by carrier property accounts for property owned as part of an undivided joint interest pipeline. If the respondent owns an interest in multiple undivided joint interest pipelines, prepare and submit a separate schedule 217 for each undivided joint interest pipeline in which it has an interest. If multiple schedules 217 are submitted, number all schedules subsequent to the first with a number and letter page designator (For example ... 217, 217a, 217b, etc...).</p>	<p>2.) In column (c), enter debits by carrier property account to Account No. 540, <i>Depreciation and Amortization</i>, and 541, <i>Depreciation Expense for Asset Retirement Costs</i>, during the year.</p> <p>3.) In column (d), enter all debits to Account No. 31, <i>Accrued Depreciation - Carrier Property</i>, during the year resulting from the retirement of carrier property.</p> <p>4.) In column (e), enter the net of any other debits and credits made to Account No. 31, <i>Accrued Depreciation - Carrier Property</i>, during the year.</p> <p>5.) If composite annual depreciation rates are prescribed, enter those in effect at the end of the year in column (g). If component rates are prescribed, the composite rates entered in column (g) should be computed from the charges developed for December by using the prescribed component rates. Whether component or composite rates are prescribed, the entries on lines 16, 32, 39, and 40 of column (g) should be computed from December depreciation charges.</p>
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Line No.	PROP CHNGS DUR YR During the Year or Otherwise Retired, Abandoned, Property Sold	Net PROP CHNGS DUR YR (c + d - e)	Other Adjustments, Transfers and Clearances (in dollars) (g)	Increase or Decrease During the Year (f)-(g) (in dollars) (h)	Balance at End of Year (b +/- h) (in dollars) (i)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					5,204,736
20			259,688	259,688	119,691,919
21			10,216,403	10,216,403	446,580,282
22			2,188,535	2,188,535	32,208,160
23			2,847,382	2,847,382	707,923,998
24			3,482,990	3,482,990	79,694,619
25					
26			2,314,569	2,314,569	61,220,827
27					
28	35,849	(35,849)	35,068,936	35,033,087	372,172,894
29			5,198,321	5,198,321	70,611,115
30					
31			135,135	135,135	5,198,280
32			212,556	212,556	16,198,247
33	1,928,988	(1,928,988)	1,714,880	(214,108)	21,819,755
34			(11,316)	(11,316)	9,935,051
35					
36	1,964,837	(1,964,837)	63,628,079	61,663,242	1,948,459,883
37					
38					
39					
40					
41					
42					
43					
44					
45			(65,238,637)	(27,322,204)	33,234,930
46			(65,238,637)	(27,322,204)	33,234,930
47	1,964,837		(1,610,568)	34,341,038	1,981,694,813

Name of Respondent: Enbridge Energy, Limited Partnership

This Report is: An Original A Resubmission

Date of Report (Mo, Da, Yr): 06/16/2006

Year/Period of Report: End of 2005/Q4

Carrier Property (continued)

Name of Respondent Enbridge Energy, Limited Partnership	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 06/16/2006	Year of Report 2005/Q4
FOOTNOTE DATA			

Schedule Page: 212 Line No.: 1 Column: b

Account	Classification	Balances at Beginning of Period	(- - - - - Additions - - - - -)		Transfers Net	Retirements Ordinary	Total-Ending
			Cash Outlays				
30	Carrier Property						
	Land, Rights of Way, Plant & Equipment						
151	Land	3,776,734	-		-	-	3,776,734
152	Rights of Way	120,792,965	221,911		37,777	-	121,052,653
153	Line Pipe	318,270,247	10,910,523		(694,116)	(0)	328,486,653
154	Line Pipe Fittings	31,032,362	1,600,454		588,082	-	33,220,897
155	Pipe Line Construction	711,874,605	2,549,859		297,523	-	714,721,988
156	Buildings	86,778,905	3,436,610		0	-	90,215,515
158	Pumping Equipment	70,842,407	2,314,570		(0)	-	73,156,977
160	Other Station Equipment	385,250,699	35,118,579		(49,643)	35,849	420,283,786
161	Oil Tanks	67,855,031	5,198,320		-	-	73,053,351
163	Communications Systems	5,773,601	134,496		640	0	5,908,737
164	Office Furniture & Equipment	17,115,385	222,755		(10,200)	-	17,327,940
165	Vehicles and Other Work Equipment	24,987,740	1,751,701		9,560	1,782,213	24,966,787
166	Other Property	9,946,367	(11,320)		-	-	9,935,048
		1,854,297,048	63,448,458		179,623	1,818,063	1,916,107,066
187	Construction Work in Progress						
	- Balance and Additions	227,774,891	36,944,661		-	-	264,719,552
	- Transferred out of CWIP	-	-		(1,863,596)	-	(1,863,596)
	- Appropriations Closed	(167,217,756)	(63,499,556)		-	-	(230,717,313)
	Asset Clearing	-	17,430		-	-	17,430
	Inventory	-	1,438,476		(359,619)	-	1,078,857
	Total Land, Rights of Way, Plant & Equipment	1,914,854,183	38,349,468		(2,043,592)	1,818,063	1,949,341,996