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| Exhibit No. | Description |
|-------------|---|
| 1.1 | Underwriting Agreement, dated as of August 7, 2003, among the Company, the Selling Stockholders and the Underwriter (capitalized terms as defined therein). |

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: August 8, 2003

ENERGY PARTNERS, LTD.

By: /s/ John H. Peper

Name: John H. Peper
Title: Executive Vice President,
General Counsel and
Corporate Secretary