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ENERGY PARTNERS LTD
Form SC 13D/A
December 16, 2003

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Energy Partners, Ltd.

(Name of Issuer)

Common Stock, par value \$0.01

(Title of Class of Securities)

29270U105

(CUSIP Number)

Gary L. Hall
Ollabelle D. Hall
Hall Family Trust
Hall Partners, L.P.
Hall Interests, Inc.
Hall Equities, Inc.
Houston Explorer Group, L.P.
Hall Consulting Company, Inc.
LPCR Investment Group, L.P.
Hall-Houston Oil Company Employee Royalty Trust
Hall-Houston 1996 Exploration and Development Facility Overriding Trust
Hall-Houston Oil Company 2000 Exploration and
Development Facility Overriding Royalty Trust
700 Louisiana
Suite 2100
Houston, Texas 77002

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 10, 2003

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [].

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's

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initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

GARY L. HALL
I.R.S. Employer Identification No. N/A

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

7 SOLE VOTING POWER

Number of
Shares
Beneficially Owned

8 SHARED VOTING POWER

1,519,869.9a

by Each
Reporting
Person With

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

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1,519,869.9a

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON
1,519,869.9a

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)
[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.7%

14 TYPE OF REPORTING PERSON (See Instructions)

IN

a Includes shares owned by the other Reporting Persons jointly filing this
Schedule 13D

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (entities only)

OLLABELLE D. HALL
I.R.S. Employer Identification No. N/A

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

7 SOLE VOTING POWER

Number of

Shares

8 SHARED VOTING POWER

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Beneficially Owned

1,519,869.92b

by Each
Reporting
Person With

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

1,519,869.9b

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON
1,519,869.9b

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)
[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.7%

14 TYPE OF REPORTING PERSON (See Instructions)
IN

b Includes shares owned by the other Reporting Persons filing this
Schedule 13D

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (entities only)

HALL FAMILY TRUST
I.R.S. Employer Identification No. 76-6075546

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)
(a) [x]
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
[]

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6 CITIZENSHIP OR PLACE OF ORGANIZATION

Texas

7 SOLE VOTING POWER

Number of 38,462

8 SHARED VOTING POWER

Beneficially Owned 0

9 SOLE DISPOSITIVE POWER

by Each 38,462

Reporting Person With

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

38,462

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.1%

14 TYPE OF REPORTING PERSON (See Instructions)

OO

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

HALL PARTNERS, L.P.
I.R.S. Employer Identification No. 76-0565851

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) [x]
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

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5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Texas

7 SOLE VOTING POWER

Number of 230,7663c
Shares Beneficially Owned

8 SHARED VOTING POWER

0

9 SOLE DISPOSITIVE POWER

by Each Reporting Person With 230,766c

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON
230,766c

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)
[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.7%

14 TYPE OF REPORTING PERSON (See Instructions)

PN

c Exercised by Hall Partners, L.P.'s general partner, Hall Interests, Inc.

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (entities only)

HALL INTERESTS, INC.
I.R.S. Employer Identification No. 76-0417519

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

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(See Instructions)

(a)

(b)

3		SEC USE ONLY
<hr/>		
4		SOURCE OF FUNDS (See Instructions)
		OO
<hr/>		
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
		<input type="checkbox"/>
<hr/>		
6		CITIZENSHIP OR PLACE OF ORGANIZATION
		Texas
<hr/>		
	7	SOLE VOTING POWER
Number of		969,228.14d
<hr/>		
	8	SHARED VOTING POWER
Shares		0
<hr/>		
	9	SOLE DISPOSITIVE POWER
by Each		969,228.1d
<hr/>		
	10	SHARED DISPOSITIVE POWER
Reporting		0
<hr/>		
	11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
Beneficially Owned		969,228.1d
<hr/>		
12		CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)
		<input type="checkbox"/>
<hr/>		
13		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
		3.0%
<hr/>		
14		TYPE OF REPORTING PERSON (See Instructions)
		CO
<hr/>		

d Includes 969,228.1 shares beneficially owned by virtue of being the general partner of Hall Partners, L.P., Houston Explorer Group, L.P. and LPCR Investment Group, L.P.

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CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

HALL EQUITIES, INC.
I.R.S. Employer Identification No. 76-0268063

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Texas

	7	SOLE VOTING POWER	
Number of		38,462	
Shares	8	SHARED VOTING POWER	
Beneficially Owned		0	
	9	SOLE DISPOSITIVE POWER	
by Each Reporting Person With		38,462	
	10	SHARED DISPOSITIVE POWER	
		0	

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
38,462

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)
[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.1%

14 TYPE OF REPORTING PERSON (See Instructions)

CO

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 CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

HOUSTON EXPLORER GROUP, L.P.
 I.R.S. Employer Identification No. 76-0563167

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
 (a)
 (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Texas

7 SOLE VOTING POWER

Number of 700,000.15e

8 SHARED VOTING POWER

0

9 SOLE DISPOSITIVE POWER

by Each Reporting Person With 700,000.1e

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 700,000.1e

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

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2.2%

14 TYPE OF REPORTING PERSON (See Instructions)
PN

e Exercisable by Houston Explorer Group, L.P.'s general partner,
Hall Interests, Inc.

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (entities only)

HALL CONSULTING COMPANY, INC.
I.R.S. Employer Identification No. 76-0025816

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)

(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Texas

7 SOLE VOTING POWER

Number of 38,462

8 SHARED VOTING POWER

Beneficially Owned 0

9 SOLE DISPOSITIVE POWER

by Each Reporting Person With 38,462

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

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REPORTING PERSON
38,462

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)
[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.1%

14 TYPE OF REPORTING PERSON (See Instructions)
CO

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (entities only)

LPCR INVESTMENT GROUP, L.P.
I.R.S. Employer Identification No. 76-0563166

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)
(a) [x]
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas

Number of
7 SOLE VOTING POWER
38,4626f

8 SHARED VOTING POWER
Shares Beneficially Owned

9 SOLE DISPOSITIVE POWER
by Each Reporting Person With
38,462f

10 SHARED DISPOSITIVE POWER

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
38,462f

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)
[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.1%

14 TYPE OF REPORTING PERSON (See Instructions)
PN

f Exercisable by LPCR Investment Group, L.P.'s general partner, Hall Interests, Inc.

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

HALL-HOUSTON OIL COMPANY EMPLOYEE ROYALTY TRUST
I.R.S. Employer Identification No. 76-0244875

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas

	7	SOLE VOTING POWER
Number of		0
Shares	8	SHARED VOTING POWER
Beneficially Owned		
by Each	9	SOLE DISPOSITIVE POWER

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Reporting
Person With

0

10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON
0

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)
[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0%

14 TYPE OF REPORTING PERSON (See Instructions)
00

CUSIP No. 29270U105

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (entities only)

HALL-HOUSTON 1996 EXPLORATION AND DEVELOPMENT FACILITY
OVERRIDING TRUST
I.R.S. Employer Identification No. 76-6131707

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)
(a) [x]
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas

7 SOLE VOTING POWER

Number of

0

Shares
Beneficially
Owned

8 SHARED VOTING POWER

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	9	SOLE DISPOSITIVE POWER
by Each Reporting Person With	0	
	10	SHARED DISPOSITIVE POWER
11		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0
12		CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) []
13		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0%
14		TYPE OF REPORTING PERSON (See Instructions) OO
CUSIP No. 29270U105		
1		NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only) HALL-HOUSTON OIL COMPANY 2000 EXPLORATION AND DEVELOPMENT FACILITY OVERRIDING ROYALTY TRUST I.R.S. Employer Identification No. 76-6169311
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [x] (b) []
3		SEC USE ONLY
4		SOURCE OF FUNDS (See Instructions)
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []
6		CITIZENSHIP OR PLACE OF ORGANIZATION Texas
	7	SOLE VOTING POWER
Number of	0	
Shares	8	SHARED VOTING POWER

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Beneficially Owned	
by Each Reporting Person With	9 SOLE DISPOSITIVE POWER
	0
	10 SHARED DISPOSITIVE POWER
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) []
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0%
14	TYPE OF REPORTING PERSON (See Instructions) 00

Item 5. Interest in Securities of Issuer.

On December 10, 2003, the Reporting Persons sold shares of Preferred Stock convertible into Common Stock of the Issuer and now beneficially own an aggregate of 1,519,869.9 shares of Common Stock of the Issuer, including shares of Common Stock issuable upon exercise of warrants and options, which is less than five percent beneficial ownership of the Issuer's outstanding Common Stock. Therefore, this is the Reporting Person's final Schedule 13D filing.

Item 7. Material to Be Filed as Exhibits.

1. Joint Filing Agreement, dated February 26, 2003 (incorporated by reference to Exhibit I to this Schedule 13D filed February 28, 2003).

Signature.

After reasonable inquiry and to the best of their respective knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: December 15, 2003.

/s/ Gary L. Hall

GARY L. HALL

/s/ Ollabelle Hall

OLLABELLE HALL

HALL FAMILY TRUST

By: /s/ Gary L. Hall

Name: Gary L. Hall
Title: Trustee

HALL PARTNERS, L.P.

By: Hall Interests, Inc., its general
partner

By: /s/ Gary L. Hall

Name: Gary L. Hall
Title: President

HALL INTERESTS, INC.

By: /s/ Gary L. Hall

Name: Gary L. Hall
Title: President

HALL EQUITIES, INC.

By: /s/ Gary L. Hall

Name: Gary L. Hall
Title: President

HOUSTON EXPLORER GROUP, L.P.

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By: Hall Interests, Inc., its general
partner

By: /s/ Gary L. Hall

Name: Gary L. Hall
Title: President

HALL CONSULTING COMPANY, INC.

By: /s/ Gary L. Hall

Name: Gary L. Hall
Title: President

LPCR INVESTMENT GROUP, L.P.

By: Hall Interests, Inc., its general
partner

By: /s/ Gary L. Hall

Name: Gary L. Hall
Title: President

HALL-HOUSTON OIL COMPANY EMPLOYEE ROYALTY
TRUST

By: /s/ Gary L. Hall

Name: Gary L. Hall
Title: Trustee

HALL-HOUSTON 1996 EXPLORATION AND
DEVELOPMENT FACILITY OVERRIDING TRUST

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By: /s/ Gary L. Hall

Name: Gary L. Hall

Title: Trustee

HALL-HOUSTON OIL COMPANY 2000 EXPLORATION
AND DEVELOPMENT FACILITY OVERRIDING
ROYALTY TRUST

By: /s/ Gary L. Hall

Name: Gary L. Hall

Title: Trustee