EL PASO CORP/DE

Form 4 April 05, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

1. Name and Ac FOSHEE DO	^	_	2. Issuer Name and Ticker or Trading Symbol EL PASO CORP/DE [EP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (Middle) 3. Date of Earliest Transaction		3. Date of Earliest Transaction	(encok un applicable)			
EL PASO CORPORATION, 1001 LOUISIANA STREET			(Month/Day/Year) 04/01/2005	_X_ Director10% Owner _X_ Officer (give title Other (specify below) PRESIDENT AND CEO			
(Street) HOUSTON, TX 77002-			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Polymer Form filed by More than One Report filed Polymer Form filed by More than One Report filed Polymer Form				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned			

	1 abi	e i - Noii-D	erivative Se	curiu	es Acq	uirea, Disposea o	i, or belieficial	ly Owned
		3.				5. Amount of	6. Ownership	
(Month/Day/Year)	Execution Date, if		Transaction(A) or Dispose					Indirect
	any	Code	(Instr. 3, 4	and 5)		Beneficially	(D) or	Beneficial
	(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
				(4)		Reported		
						Transaction(s)		
		C-1- V	A		D	(Instr. 3 and 4)		
		Code v	Amount	(D)				
04/01/2005		Δ (1)	10/ 301	Δ		506 210	D	
04/01/2003		$A_{\underline{\vee}}$	174,501	Λ	(1)	370,210	D	
04/01/2005		F	16,530	D	\$ 0	579,680	D	
	2. Transaction Date (Month/Day/Year) 04/01/2005 04/01/2005	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 04/01/2005	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V 04/01/2005	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 3, 4) Code V Amount 04/01/2005 A (1) 194,301	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) or Code V Amount (D) (A) Or Code V Amount (D)	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 8) Code V Amount (D) Price \$ 04/01/2005	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 3, 4 and 5) Executities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 3, 4 and 5) Executities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if	$(Month/Day/Year) \begin{array}{ccccccccccccccccccccccccccccccccccc$

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour Numb Shares
Stock Option (right to buy) (2)	\$ 10.685	04/01/2005		A	403,950	04/01/2006(3)	04/01/2015	Common Stock	403,9

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
FOSHEE DOUGLAS L EL PASO CORPORATION 1001 LOUISIANA STREET HOUSTON, TX 77002-	X		PRESIDENT AND CEO				

Signatures

David L Siddall (POA) 04/05/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (2) The nonqualified stock options permit the exercise price and/or tax obligation to be satisfied by withholding shares issuable thereunder.
- (1) Employee award of restricted stock granted pursuant to the 2001 Omnibus Incentive Compensation Plan. Shares of stock are required to be withheld for tax purposes when, and if, these shares vest.
- (3) One fourth of this grant vests each year on the anniversary date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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