

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 14, 2007

DCP MIDSTREAM PARTNERS, LP
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation)	001-32678 (Commission File Number)	03-0567133 (IRS Employer Identification No.)
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370 17th Street, Suite 2775
Denver, Colorado 80202
(Address of principal executive offices) (Zip Code)

Registrant’s telephone number, including area code (303) 633-2900

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure.

DCP Midstream Partners, LP (the “Partnership”) announced in a press releases dated September 14, 2007, which is incorporated by reference into this item 7.01 from Exhibit 99.1 attached hereto, that it will participate in the UBS Master Limited Partnership Conference (the “Conference”) in Las Vegas, Nevada on Wednesday, September 19, 2007 and Thursday, September 20, 2007. The Partnership will have available a slide presentation at the Conference, which is incorporated by reference into this item 7.01 from Exhibit 99.2 attached hereto. Mark A. Borer, president and chief executive officer of DCP Midstream GP, LLC (“DCP GP”), the general partner to the general partner of the Partnership and Thomas E. Long the vice president and chief financial officer of DCP GP, will represent the Partnership at the Conference. A copy of the slide presentation will be available on the Partnership’s website under the Investor Relations Section (www.dcppartners.com).

In accordance with General Instruction B.2 of Form 8-K, the press release and the slide presentation shall not be deemed “filed” for the purpose of Section 18 of the Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information and Exhibit be deemed incorporated by reference into any filing under the Securities Act of 1933 or Exchange Act of 1934, each as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.**(a) Exhibits.**

Exhibit Number	Description
Exhibit 99.1	Press Release dated September 14, 2007
Exhibit 99.2	Presentation by DCP Midstream Partners, LP

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.

DCP MIDSTREAM PARTNERS, LP

By: **DCP MIDSTREAM GP, LP**
its General Partner

By: **DCP MIDSTREAM GP, LLC**
its General Partner

By: /s/ Michael S. Richards

Name: Michael S. Richards

Title: Vice President, General Counsel and Secretary

September 14, 2007

EXHIBIT INDEX

Exhibit Number	Description
Exhibit 99.1	Press Release dated September 14, 2007
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September 14, 2007

MEDIA AND INVESTOR RELATIONS CONTACT:

Karen L. Taylor

Phone:

303/633-2913

24-Hour:

303/809-9160

DCP MIDSTREAM PARTNERS TO PARTICIPATE IN UBS MLP CONFERENCE

DENVER - DCP Midstream Partners (NYSE: DPM), or the Partnership, will participate in the UBS Master Limited Partnership Conference on Wednesday and Thursday, Sept. 19 and Sept. 20, 2007, in Las Vegas, Nev. Mark A. Borer, president and chief executive officer, and Tom E. Long, vice president and chief financial officer, will represent the Partnership at the conference.

A slide presentation is available today on the investor page of the Partnership's Web site at <http://www.dcppartners.com>.

DCP Midstream Partners, LP (NYSE: DPM) is a midstream master limited partnership that gathers, processes, transports and markets natural gas and natural gas liquids and is a leading wholesale distributor of propane. DCP Midstream Partners, LP is managed by its general partner, DCP Midstream GP, LLC, which is wholly owned by DCP Midstream, LLC, a joint venture between Spectra Energy and ConocoPhillips. For more information, visit the DCP Midstream Partners, LP Web site at <http://www.dcppartners.com>.

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DCP Midstream Partners, LP

UBS MLP Conference

September 19-20, 2007

Forward Looking Statements

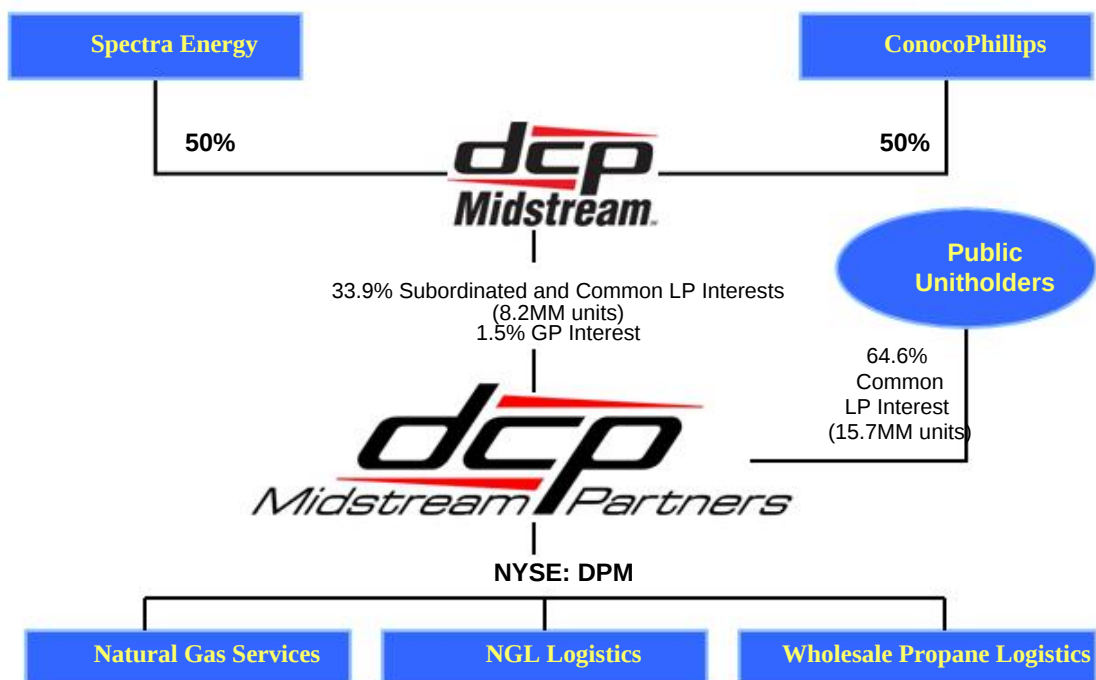
Under the Private Securities Litigation Reform Act of 1995

This document may contain or incorporate by reference forward-looking statements as defined under the federal securities laws regarding DCP Midstream Partners, LP, including projections, estimates, forecasts, plans and objectives. Although management believes that expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove to be correct. In addition, these statements are subject to certain risks, uncertainties and other assumptions that are difficult to predict and may be beyond our control. If one or more of these risks or uncertainties materialize, or if underlying assumptions prove incorrect, the Partnership's actual results may vary materially from what management anticipated, estimated, projected or expected. Among the key risk factors that may have a direct bearing on the Partnership's results of operations and financial condition are:

- the level and success of natural gas drilling around our assets and our ability to connect supplies to our gathering and processing systems in light of competition;
- our ability to grow through acquisitions, asset contributions from our parents, or organic growth projects, and the successful integration and future performance of such assets;
- our ability to access the debt and equity markets;
- fluctuations in oil, natural gas, propane and other NGL prices;
- our ability to purchase propane from our principal suppliers for our wholesale propane logistics business; and
- the credit worthiness of counterparties to our transactions.

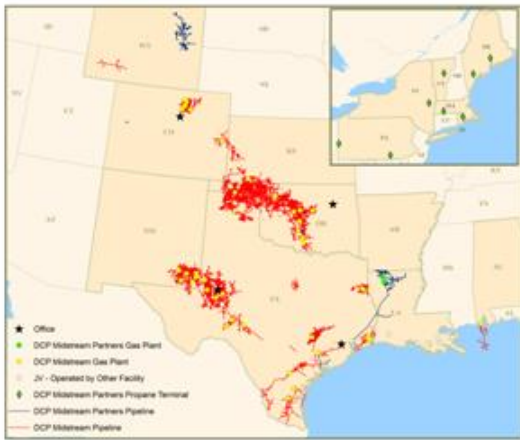
Investors are encouraged to closely consider the disclosures and risk factors contained in the Partnership's annual and quarterly reports filed from time to time with the Securities and Exchange Commission. The Partnership undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Information contained in this document is unaudited, and is subject to change.

Our Partnership and Our Sponsors



Our General Partner: DCP Midstream, LLC

Industry leading midstream business



- One of the nation's largest natural gas gatherers and producers & marketers of NGLs
- 54 owned or operated plants, 10 fractionators and 58,000 miles of pipe
- 2006 net income in excess of \$1.1 billion

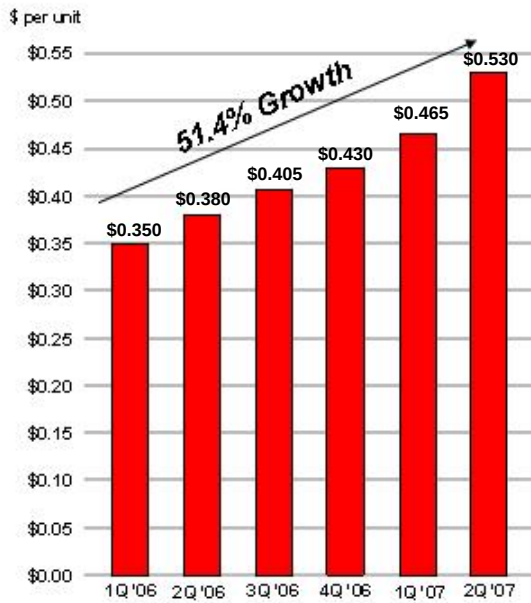
Key Investment Highlights

Well positioned to execute growth strategy

- Ability to capitalize on strong sponsorship
- Assets with strong market positions
- Stable cash flows from fee and substantially hedged commodity positions
- Experienced management team with a demonstrated track record of growing midstream and MLP businesses
- Organic growth potential
- Low cost of capital to facilitate growth strategy

Growth Drives Impressive Total Return

Quarterly Distributions



Comparative Returns



Overview of Business Strategies and Recent Transactions







Business Strategies

Our primary business objective: increase our cash distribution per unit

Strategies	Optimize:	<ul style="list-style-type: none">▪ Maximize profitability of existing assets<ul style="list-style-type: none">– Increase capacity utilization– Expand market access– Enhance operating efficiencies– Leverage ability to provide integrated services
	Build:	<ul style="list-style-type: none">▪ Capitalize on organic expansion opportunities<ul style="list-style-type: none">– Expand existing infrastructure– Develop projects in new areas
	Acquire:	<ul style="list-style-type: none">▪ Pursue strategic and accretive acquisitions<ul style="list-style-type: none">– Consolidate with and expand existing infrastructure– Pursue new lines of business and geographic areas– Potential to acquire assets from Sponsors

Successful Execution of Business Strategies

Transactions/projects completed since IPO

		Transaction Value (\$MM)
	3rd Party Acquisitions	
	New geographic areas	Anadarko \$181
	Expand existing footprint	Laser 11
	Dropdown Transactions	
	New lines of business	Wholesale Propane 83
	New assets in new geographic areas	Discovery & East Texas 270
	Transactions in Conjunction with Sponsor	
	New assets in new geographic areas	Momentum 165
	Build New Assets	Wilbreeze 12
	Total	\$722

2006 / YTD 2007 Financial Highlight

- 2006 EBITDA was 42% above IPO prospectus
- 2006 distribution coverage was 1.6x; YTD 2007 coverage is 1.2x
- Distributions now 51.4% over MQD

System Map – At Time of IPO

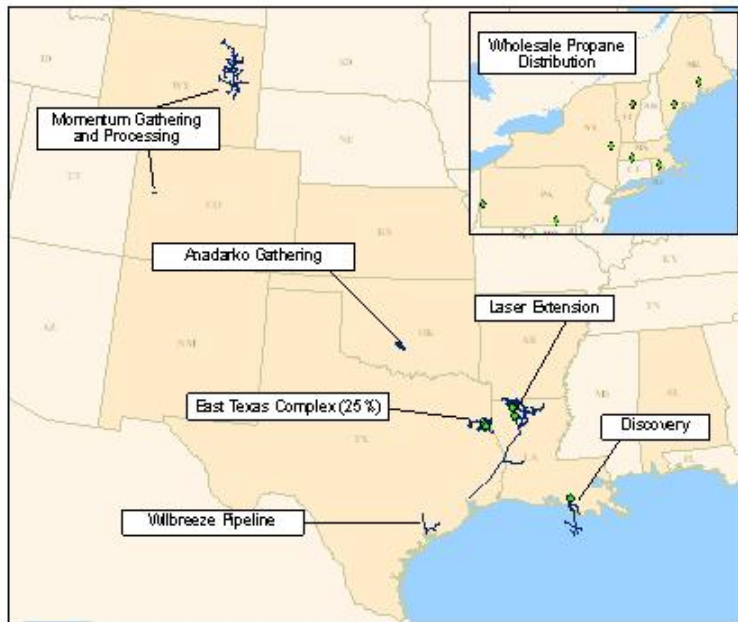
Gulf Coast focus



- Two business segments
- Five assets:
 - Minden Processing Plant and Gathering System
 - Pelico System
 - Ada Processing Plant and Gathering System
 - Black Lake Pipeline
 - Seabreeze Pipeline

System Map – Current

Acquisitions and construction diversify cash flow and grow asset footprint



- Three business segments
- 13 assets:
 - Minden Processing Plant and Gathering System
 - Pelico System
 - Ada Processing Plant and Gathering System
 - Black Lake Pipeline
 - Seabreeze Pipeline
 - **Wholesale Propane Distribution**
 - **Discovery (40%)**
 - **East Texas Complex (25%)**
 - **Momentum PRB**
 - **Momentum Piceance**
 - **Anadarko MidCon assets**
 - **Wilbreeze Pipeline**
 - **Laser Extension**

Business Segment Overview



Natural Gas Services Segment

Integrated business with strong market position

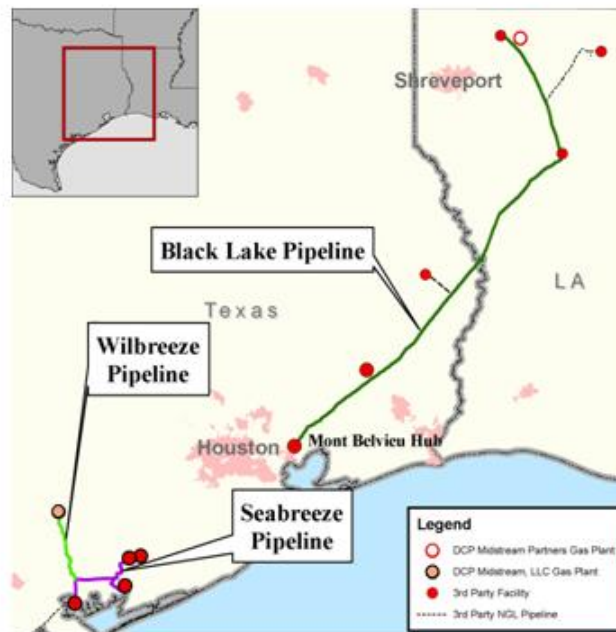
- Recent acquisitions add scale and diversity
- Assets well positioned to capture processing, marketing and transportation upside
- Commodity exposure substantially hedged through 2012



NGL Logistics Segment

Access to key markets / fee-based cash flows

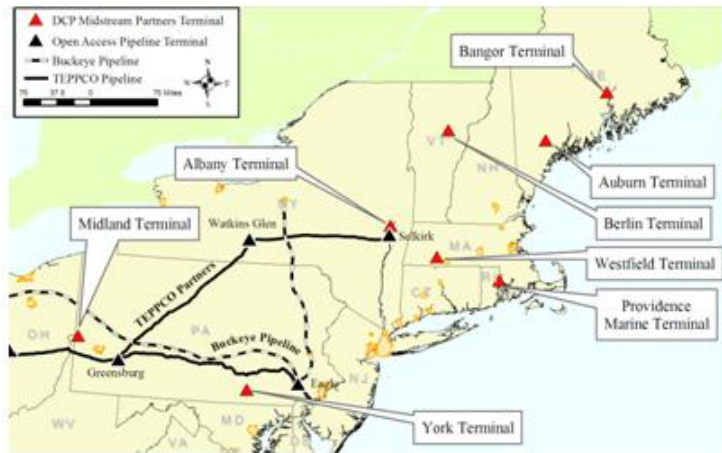
- Wilbreeze pipeline delivers DCP Midstream volumes
- Seabreeze volumes increasing
- Fee-based revenue



Wholesale Propane Logistics Segment

Integrated business with strong market position

- Largest wholesale propane supplier in the Northeast
- Generates fee-like earnings
- Diversity of supply sources
- Integrated and strategically located business



- Six owned rail terminals and one owned pipeline terminal
- Leased marine terminal
- 475,000 barrels storage
- Marketing at several open access pipeline terminals

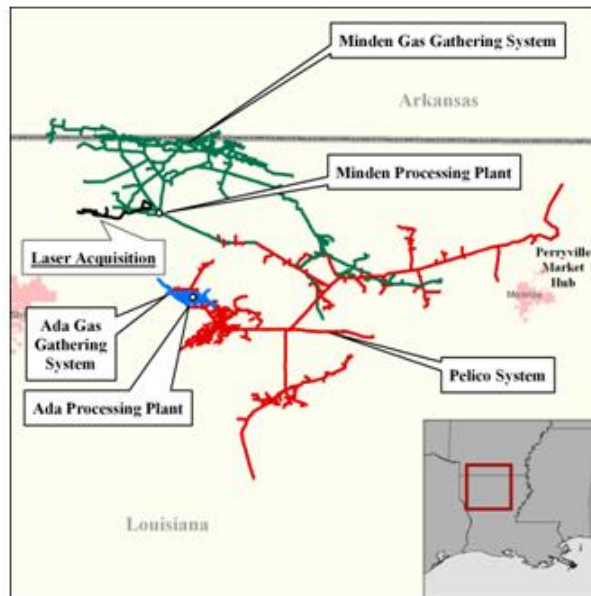
Acquired Businesses and Constructed Assets



Laser Transaction – Extends N. LA Footprint

Adds 7 MMcf/d to Minden gathered volumes

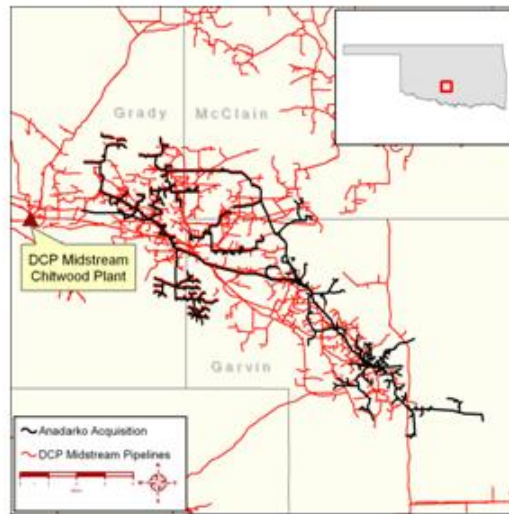
- Natural extension of existing Minden gathering system
- Key producers include Chesapeake, Devon, ConocoPhillips, Anadarko, Headington
- \$10.2 million purchase price
- Closed April 2, 2007



Lindsay Transaction– Synergies with Sponsor

Compliments Sponsor's position in Mid-Continent

- Acquired natural gas gathering assets from Anadarko for \$181 million
- Expands footprint into Mid-Continent
- Provides operational synergies with assets currently owned and operated by DCP Midstream, LLC
- Have historically gathered approximately 25 mmcf/d of production in Grady, Garvin and McClain counties
- Gathering system consists of over 225 miles of pipeline and 9,500 hp of compression
- Closed May 9, 2007



Momentum Transaction – Brings New Basins

Third-party acquisition made in conjunction with general partner

- \$635 million acquisition of Momentum Energy Group by DCP Midstream
- Allows DCP Midstream and DPM to collectively establish a strong presence in three prominent producing basins
 - Fort Worth, Piceance and Powder River Basins
- DPM acquired Piceance and PRB portions of asset base from DCP Midstream
 - Assets with existing cash flow
 - \$165 million transaction
- Transaction financed via issuance of \$100 million of equity to sellers, debt and cash on hand
 - Number of sellers chose to roll a portion of their equity in Momentum into DPM units
- Closed August 29, 2007

Douglas Gathering System

Extensive PRB system

- 1,324 miles of pipeline with footprint covering more than 4,000 square miles
- High pressure pipeline through the heart of the Powder River Basin
- Multiple operating modes
 - Low pressure casing head
 - Medium pressure CBM
 - High pressure transportation



Collbran Gathering & Processing System

31 mile gathering system in Southern Piceance Basin in W. Colorado

- High organic growth potential
 - Evaluating significant future expansion plans with JV partners
- 60 MMcf/d Anderson Gulch processing facility
 - Processing capacity will expand to 120 MMcf/d in 1Q 2008
- Key producers are Plains Exploration and Delta Petroleum
 - 24,200 acres – 10-year dedication with 67 Bcf volumetric guarantee
 - 100% fee-based contracts
- Purchased 70% of system (Plains Exploration owns 25%, Delta owns 5%)



\$270 MM “Dropdown” Transactions

Purchase of \$270 million of assets from DCP Midstream

A blue arrow pointing to the right, containing the word "Discovery" in white text.

Discovery

- 40% non-operated interest in partnership owning 270 mile deepwater GOM gathering & transmission system
- 600 MMcf/d processing plant and 32 MBbls/d fractionator located in Louisiana

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East Texas

- 25% interest in a 900 mile gathering system, 780 MMcf/d processing plant and Carthage Hub located mainly in Panola County, Texas

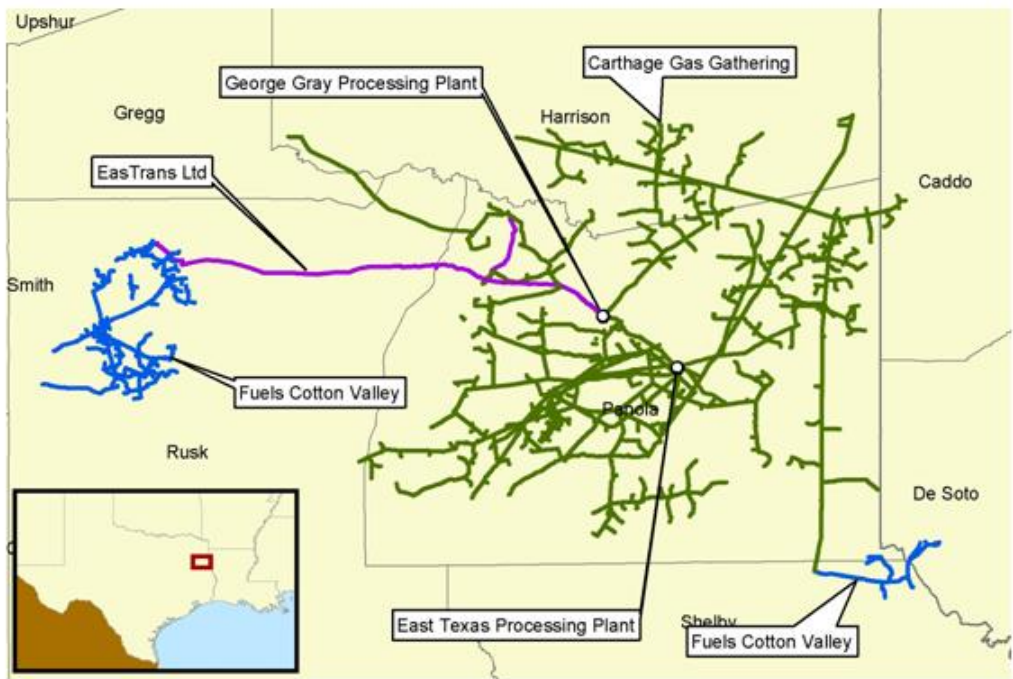
- Closed effective July 1, 2007

East Texas Complex Overview

Integrated gas gathering and processing complex

- Located in Panola, Harrison, Shelby and Rusk Counties, TX with some smaller lines in DeSoto and Caddo Parishes, LA. Assets include 5 parts:
 - **East Texas Gathering System** – Over 500 miles of gathering system and over 25,000 HP
 - **Carthage/East Texas Plant** - individual gas processing plants with a total capacity of 780 MMcf/d
 - **EasTrans** - pipeline and residue gas header system ("Carthage Hub") at the tailgate of the plant which provides access to 10 different residue pipeline outlets
 - **Fuels Cotton Valley Gathering System** - utility gathering system for 15 MMcf/d primarily from Anadarko, and re-delivers to Houston Pipeline without being processed at the Carthage plant
- System includes 1,545 meter locations which includes wellhead and central delivery point ("CDP") locations

East Texas Asset Map

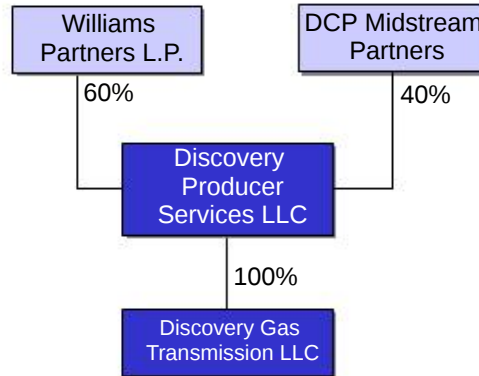


Discovery Overview

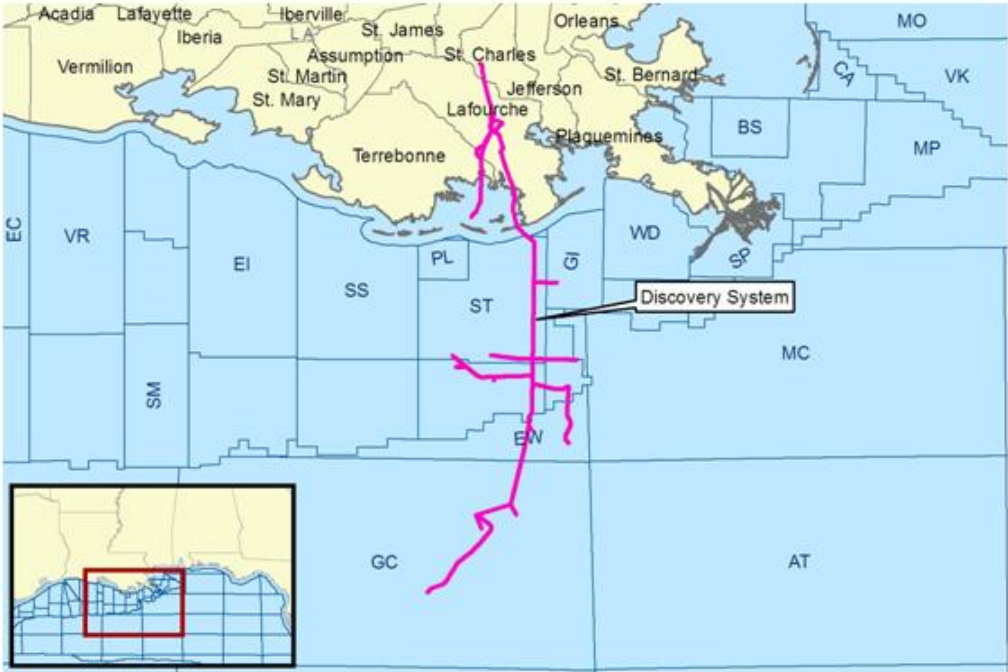
Full range of “wellhead-to-market” services for offshore gas producers

- Located in the eastern Gulf of Mexico and in Lafourche Parish, Louisiana
- Principal assets include:
 - Gathering laterals – Approx. 100 miles
 - Discovery Gas Transmission (DGT) – 105 mile mainline plus ~60 miles of laterals under FERC jurisdiction
 - Larose Gas Processing Plant – 600 MMcf/d plant with high recoveries and flexibility
 - Paradis Fractionator – working capacity of 32,000 bpd
 - Tahiti Expansion – delayed pending Chevron metallurgical work

Discovery Ownership



Discovery Asset Map



Financial Overview








Financing Objectives

- Leverage ratio results that stay within the desired 3 – 4x band
- Dry powder that facilitates future transaction capability
- Preservation of ratios and actions that lead to an investment grade rating
- Timely, cost effective issuance of equity and debt

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