FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | |
|--------------------------|-----------|
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| Check this box if no longer subject to Section 16. Form 4 |
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| | | | | | | or Secti | on 30(n) of the | Investmen | t Comp | oany Act of | 1940 | | | | | | | | | |
|--|---|-----------------------------------|---|--------------------------|---|---|--|--|---|--|------------------------------|-----------------------------|--|---|---|--|---|---|-------------|--|
| Name and Address of Reporting Person* TAYLOR ROBERT D | | | | | 2. Issuer Name and Ticker or Trading Symbol INERGY L P [NRGY] | | | | | | | 5. Relation (Check and X | Relationship of Reporting Person(s) t (Check all applicable) X Director | | | | 10% Own | er | | |
| (Last) (First) (Middle) TWO BRUSH CREEK BLVD. SUITE 200 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/09/2005 | | | | | | | | | licer (give title b | below) | | Other (spe | cify below) | |
| | 1O State) | 64 (Zi | 112 p) | | 4. If Amer | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | ividual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| | | | | Table I - | Non-Der | ivative Se | curities A | cquired, | Disp | osed of | , or Bene | ficially Owi | ned | | | | | | | |
| 1. Title of Security (Instr. 3) | | | | | 2. Transac Date (Month/Da | Exec | ution Date, | 3. Transaction Code (Instr. 8) 4. Securi 3, 4 and 9 | | ities Acquired (A) or Disposed Of (I 5) | | d Of (D) (Instr. | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | | ollowing | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. | | |
| | | | | | (months but | (Mon | th/Day/Year) | Code V | | Amount | | (A) or (D) | Price | (Instr. 3 and 4) | | | (··· | | 4) | |
| Common Units | | | | | 12/09/2005 | | | P | | 1 | 100 | A | \$26.55 | 1,755 | | | | D | | |
| Common Units | | | | | 12/09/2 | :005 | | P | | (| 695 | A | \$26.58 | | 2,450 | | D | | | |
| Common Units | | | | | 12/09/2 | :005 | | P | | 200 | | A | \$26.66 | 2,650 | | D | | D | | |
| Common Units | | | | | 12/09/2 | 005 | | P | | 4,005 | | A | \$26.68 | 6,655 | | | | D | | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | | | |
| Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | cise (Month/Day/Year) f ive | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transac (Instr. 8) | tion Code | | f Derivative cquired (A) or (D) (Instr. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Derivative S | rities Underlying and 4) | De | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following | e F s () | O. Ownership Form: Direct D) or Indirect I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | Code | v | (A) | (D) | Date Exercisab | | Expiration Date | Title | | Amount or Number of Sha | ares | | Reported Transaction (Instr. 4) | í | | | |
| Options - Common Units | \$31.32 | | | | | | | 05/31/200 | 05/31/2008 ⁽¹⁾ 05/30/2015 Common Units | | 20,000 | 2 | | 20,00 | 00 | D | | | | |

Explanation of Responses:

1. Subject to the limitation provided below, the options vest in three installments as follows: 25% of the option vests on May 31, 2008; 25% of the option vests on May 31, 2009; and the remaining 50% of the option vests on May 31, 2010. Notwithstanding the foregoing, in no event may any portion of the option be exercisable prior to the end of the Subordination Period (as defined in the Issuer's Partnership Agreement) for the Issuer's senior subordinated units except (i) at the same time and in the same proportion as senior subordinated units are converted into common units, or (ii) upon a change in control.

/s/ Judy Riddle (attorney-in-fact for Robert D. Taylor) 12/09/2005

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

*If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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*Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY (Reports on Forms 3, 4 and 5)

Know all by these presents, that the undersigned hereby constitutes and appoints Laura L. Ozenberger and/or Judy Riddle the undersigned's true and lawful attorney-ir execute for and on behalf of the undersigned any and all reports on Forms 3, 4, and 5 that may be required from time to time with respect to the undersigned do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such reports on Forms 3, (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the be

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proof. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned is no longer required to file Form

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney this 25th day of May, 2005.

/s/ Robert Taylor