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Morgan Securities Inc. and Deutsche Bank Securities Inc. in connection with the offer and sale of up to 8,790,436 shares of Common Stock.

- 5 Opinion of Locke Liddell & Sapp LLP regarding the legality of the Common Stock.

SIGNATURE

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

Dated: January 8, 2004

EL PASO CORPORATION

/s/ Jeffrey I. Beason

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Jeffrey I. Beason  
Senior Vice President and Controller  
(Principal Accounting Officer)

EXHIBIT INDEX

- 1 Underwriting Agreement, dated January 5, 2004, among El Paso and J.P. Morgan Securities Inc. and Deutsche Bank Securities Inc. in connection with the offer and sale of up to 8,790,436 shares of Common Stock.
- 5 Opinion of Locke Liddell & Sapp LLP regarding the legality of the Common Stock.