

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Reese, Rodney L.
 P.O. Box 500
 San Antonio, TX 78292-0500
 U.S.A.

2. Issuer Name and Ticker or Trading Symbol

Valero L.P.
 (VLI)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

March 31, 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Vice President - Operations

7. Individual 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-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative	9. Number of Derivative Securities	10. Beneficially Owned at End of Month	11. Nature of Indirect or Beneficial Ownership
Employee Unit Options (right to buy)	\$38.22	03/22/02	A	4,900	(b) 03/22/12	Common Units	4,900	4,900	D	

Explanation of Responses:

(b) The options become exercisable in 1/3 increments on the following dates:
 March 22, 2003, March 22, 2004 and March 22, 2005.

SIGNATURE OF REPORTING PERSON

/s/ Rodney L. Reese (By Power of Attorney)

DATE

March 10, 2002