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

SCHEDULE 13G Under the Securities Exchange Act of 1934 Amendment No. 2

Valero, L.P. (Formerly Shamrock Logistics, L.P.)
(Name of Issuer)

Common Units, no par value (Title of Class of Securities)

91913W104

(CUSIP Number)

December 31, 2003 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[X] Rule 13d-1(b)

[_] Rule 13d-1(c)

[_] Rule 13d-1(d)

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CUS	SIP No. 91913W104 13G	
	Name of Departing Degree	
1.	Name of Reporting Person I.R.S. Identification No. of above Person	
	Goldman, Sachs & Co.	
2.	Check the Appropriate Box if a Member of a Group	(a) [_]
		(b) [_]
3.	SEC Use Only	
4.	Citizenship or Place of Organization	
	New York	
	5. Sole Voting Power	

Number of	Θ
Shares Beneficially Owned by Each Reporting	 6. Shared Voting Power 1,504,832 7. Sole Dispositive Power 0
Person With: 9. Aggregate Am	8. Shared Dispositive Power 1,504,832 nount Beneficially Owned by Each Reporting Person
1,504,8	
10. Check if the	e Aggregate Amount in Row (9) Excludes Certain Shares [_]
	Class Represented by Amount in Row (9)
12. Type of Repo BD-PN-I	orting Person A

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CUSIP No. 91913W	104 13G			
 Name of Repo I.R.S. Ident 	rting Person ification No. of above Person			
The Gol	dman Sachs Group, Inc.			
	propriate Box if a Member of a Group			
	(a) [_] (b) [_]			
3. SEC Use Only				
4. Citizenship	or Place of Organization			
Delawar	e			
	5. Sole Voting Power			
Number of	0			
Shares	6. Shared Voting Power			
Beneficially	1,504,832			
Owned by	· ·			
Each	7. Sole Dispositive Power			
Reporting	Θ			
Person	8. Shared Dispositive Power			
With:	1,504,832			
	ount Beneficially Owned by Each Reporting Person			
1,504,8				
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares				
	[_]			
	lass Represented by Amount in Row (9)			
11.2%				
12. Type of Reporting Person				
HC-CO				

Item 4. Ownership.*

- (a). Amount beneficially owned: See the response(s) to Item 9 on the attached cover page(s).
- (b). Percent of Class: See the response(s) to Item 11 on the attached cover page(s).
- (c). Number of shares as to which such person has:
 - (i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover page(s).
 - (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).
 - (iii). Sole power to dispose or to direct the disposition
 of: See the response(s) to Item 7 on the attached
 cover page(s).
 - (iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover page(s).

Item 10. Certification. By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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* In accordance with the Securities and Exchange Commission (the "SEC") Release No. 34-39538 (January 12, 1998), this filing reflects the securities beneficially owned by the investment banking division ("IBD") of The Goldman Sachs Group, Inc. and its subsidiaries and affiliates (collectively, "GSG"). This filing does not reflect securities, if any, beneficially owned by any other operating unit of GSG. IBD disclaims beneficial ownership of the securities beneficially owned by (i) any client accounts with respect to which IBD or its employees have voting or investment discretion, or both and (ii) certain investment entities, of which IBD is the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than IBD.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 11, 2004

THE GOLDMAN SACHS GROUP, INC.

By: /s/ Roger S. Begelman Name: Roger S. Begelman Title: Attorney-in-fact

GOLDMAN, SACHS & CO.

By: /s/ Roger S. Begelman Name: Roger S. Begelman Title: Attorney-in-fact

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