FORM 4

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

STATEMENT OF

CHANGES IN BENEFICIAL OWNERSHIP

(Print or Type Responses)

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005
Estimated average burden hours per response 0.5

Name and Address o	of Reporting Pers	on*		2.	Issu	ier Name	and Ticker	or Trading	Symbol			6.		lationship of Reporting	g Pe	erson(s) to Issuer		
Scott Michael		l	P.		Crosstex Energy, L.P. (XTEX)					(Check all applicable)Director			10% Owner					
(Last)	(First)		(Middle) 3.	I.R.S. Identification Numb of Reporting Person, if an entity (voluntary)				ement for hth/Day/Year			X(1) Officer (give title below)			Other (specify below)			
2501 Cedar Springs,	Suite 600			12/17/02				_	_	Vice President—Engineering and Operations								
Dallas	(Street)	75	201					5.		endment, aal (Month	Date of n/Day/Year	7.	(Cl	heck Applicable Line) X Form filed by One Form filed by Mo One Reporting Pe	e Re	eporting Person		
(City)	(State)	(Z		То	shle I	Non Do	erivative Secu	unition A on	uiuad D	ionocod o	f an Danal	i ai alle (harm o d	1 0				
Title of Security 2. (Instr. 3)	Transaction Da		if	eemed Exec	cution Da				4. Sec Dis		quired (A)				6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Month/Day/Ye	ear)	(1)	Month/Day/Y	Year)		Code	V	Am		(A) or (D)	Price	-					
Common units representing limited partnership interests														1,665(2)		I	By Crosstex Energy Holdings Inc (1)	
DRM 4 (Continued)						Tat	ble II — Deri (e.g.,	ivative Sec puts, calls										
DRM 4 (Continued) Title of Derivative Security (Instr. 3)		se Price ivative		action Date th/Day/Year))	Tab		puts, calls	, warrar	ts, option	tion Code	5.	Numbe Securit Dispos		6	5. Date Exercisal Date (Month/I	ble and Expiration Day/Year)	
Title of Derivative Security	Exerci of Der	se Price ivative)		Deemed Exif any	puts, calls	, warrar	Transact	tion Code	5.	Numbe Securit Dispos	er of Derivative ies Acquired (A) or ed of (D)	6			
Title of Derivative Security	Exerci of Der	se Price ivative)		Deemed Exif any	puts, calls	, warrar	Transact (Instr. 8)	tion Code	5.	Numbe Securit Dispos Instr.	er of Derivative ies Acquired (A) or ed of (D) 3, 4, and 5)	6	Date (Month/I	Day/Year) Expirat	
Title of Derivative Security (Instr. 3)	Exerci of Det Securi	se Price ivative ty		th/Day/Year))		Deemed Exif any	puts, calls	, warrar	Transact (Instr. 8)	tion Code	5.	Numbe Securit Dispos Instr.	er of Derivative ies Acquired (A) or ed of (D) 3, 4, and 5)	6	Date (Month/I	Day/Year) Expirat	
Title of Derivative Security (Instr. 3) Subordinated units representing limited partnership interests Employee Stock Option	Exerci of Det Securi	se Price ivative ty	(Mont	th/Day/Year))		Deemed Exif any	puts, calls	, warrar	Transaci (Instr. 8)	tion Code	5.	Numbe Securit Dispos Instr.	er of Derivative ies Acquired (A) or ed of (D) 3, 4, and 5)	6	Date (Month/I Date Exercisable	Day/Year) Expirat Date	
Title of Derivative Security (Instr. 3) Subordinated units representing limited partnership interests Employee Stock Option	Exerci of Det Securi	se Price ivative ty	(Mont	th/Day/Year))		Deemed Exif any	puts, calls	, warrar	Transaci (Instr. 8)	tion Code	5.	Numbe Securit Dispos Instr.	er of Derivative ies Acquired (A) or ed of (D) 3, 4, and 5)	6	Date (Month/I Date Exercisable	Day/Year) Expirat Date	

7.	Title and Amount of Underlying Securities (Instr. 3 and 4)		8.	Price of Derivative Security (Instr. 5)	9.	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.	Ownership Form of 1 Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
	Title	Amount or Number of Shares								
	Common units representing limited partnership interests					23,335(3)		I		By Crosstex Energy Holdings Inc.(1)
	Common units representing limited partnership interests	12,500				12,500		D		
_									_	
Expl	anation of Responses:								_	
(1) (2) (3) (4)	securities in Crosstex Energy general partner interest in the representing limited partners! The common units representi offering on December 17, 20 The subordination period wil	Holdings Inc., representing approx Issuer. In addition, Crosstex Energhip interests. As a result, Michael Fing limited partnership interests and 02.	ximately gy Hold P. Scott d subord et in the	7 0.5% of the voting power thereof ings Inc. owns 333,000 of the Issu may be deemed to be the beneficial linated units representing limited p	f. Crosste ler's com al owner partnersh	ex Energy Holdings Inc., directly and mon units representing limited partne of a portion of the common units and ip interests were issued to Crosstex E	indired r interes subord nergy	neral partner of the Issuer. Mr. Scott bene- ctly, owns the general partner of the Issuer- ests and 4,667,000 of the Issuer's subordin intated units owned by Crosstex Energy F Holdings Inc. upon the closing of the Issu- subordinated unit will convert into one con-	er, wh nated Holdi ier's i	hich owns a 2% I units ings Inc. initial public

12/19/02 /s/ Michael P. Scott

**Signature of Reporting Person Date

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).
- ** 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.

http://www.sec.gov/divisions/corpfin/forms/form4.htm Last update: 09/05/2002