

OMB APPROVAL	
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**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 Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>GSO Crosstex Holdings LLC</u>  (Last) (First) (Middle) <u>C/O GSO CAPITAL PARTNERS LP</u> <u>280 PARK AVENUE</u>  (Street) <u>NEW YORK NY 10017</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CROSTEX ENERGY LP [ XTEX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/20/2010</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units	05/20/2010		P		69,900	A	\$9.01	69,900	I	See Footnotes <sup>(1)(2)(3)(4)(5)(6)</sup>
Common Units	05/21/2010		P		200,000	A	\$8.99	269,900	I	See Footnotes <sup>(1)(2)(3)(4)(5)(6)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person * <u>GSO Crosstex Holdings LLC</u>  (Last) (First) (Middle) <u>C/O GSO CAPITAL PARTNERS LP</u> <u>280 PARK AVENUE</u>  (Street) <u>NEW YORK NY 10017</u>  (City) (State) (Zip)
1. Name and Address of Reporting Person * <u>Blackstone Group Management L.L.C.</u>  (Last) (First) (Middle) <u>C/O THE BLACKSTONE GROUP</u> <u>345 PARK AVENUE</u>  (Street) <u>NEW YORK NY 10017</u>  (City) (State) (Zip)

1. Name and Address of Reporting Person \*

SCHWARZMAN STEPHEN A

(Last) (First) (Middle)

C/O THE BLACKSTONE GROUP  
345 PARK AVENUE

(Street)  
NEW YORK NY 10017

(City) (State) (Zip)

**Explanation of Responses:**

1. GSO Crosstex Holdings LLC ("GSO Crosstex") holds 14,705,882 Series A Convertible Preferred Units ("Preferred Units") of Crosstex Energy, L.P. ("XTEX") convertible on a one-for-one basis into Common Units ("Common Units") of XTEX. Blackstone / GSO Capital Solutions Fund LP is the holder of a majority of the membership interests of GSO Crosstex. Blackstone / GSO Capital Solutions Associates LLC is the general partner of Blackstone / GSO Capital Solutions Fund LP. GSO Holdings I LLC is the managing member of Blackstone / GSO Capital Solutions Associates LLC. Blackstone Holdings I L.P. is the sole member of GSO Holdings I LLC. Blackstone Holdings I/II GP Inc. is the general partner of Blackstone Holdings I L.P. The Blackstone Group L.P. is the controlling shareholder of Blackstone Holdings I/II GP Inc. (Continued in footnote 2).

2. Blackstone Group Management L.L.C. is the general partner of The Blackstone Group L.P. Stephen A. Schwarzman is the founding member of Blackstone Group Management L.L.C. GSO Special Situation Fund LP directly holds 269,900 Common Units. GSO Capital Partners LP is the investment manager of GSO Special Situations Fund LP. GSO Advisor Holdings L.L.C. is the general partner of GSO Capital Partners LP. Blackstone Holdings I L.P. is the sole member of GSO Advisor Holdings L.L.C.

3. In addition, each of Bennett J. Goodman, J. Albert Smith III and Douglas I. Ostrover, each of whom serves as an executive of GSO Holdings I LLC, which is an affiliate of Blackstone / GSO Capital Solutions Associates LLC, may have shared investment control with respect to the Preferred Units held by GSO Crosstex.

4. Due to the limitations of the electronic filing system, Blackstone / GSO Capital Solutions Funds LP, Blackstone / GSO Capital Solutions Associates LLC, GSO Holdings I LLC, Blackstone Holdings I L.P., Blackstone Holdings I/II GP Inc., and The Blackstone Group L.P. are filing a separate Form 4. GSO Special Situations Fund LP, GSO Capital Partners LP and GSO Advisor Holdings L.L.C. are filing a separate Form 3.

5. Information with respect to each of the Reporting Persons is given solely by such Reporting Persons, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.

6. Each of the Reporting Persons, other than GSO Crosstex and GSO Special Situations Fund LP as to their direct holding of securities, disclaims beneficial ownership of the securities held by GSO Crosstex and GSO Special Situations Fund LP, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, each of the Reporting Persons, other than GSO Crosstex and GSO Special Situations Fund LP, states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose.

**Remarks:**

Exhibit 99.1 - Joint Filer Information

/s/ Marisa Beenev Authorized  
Person

05/24/2010

\*\* 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.

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.

Joint Filer Information

Date of Event Requiring Statement:

May 20, 2010

Issuer Name and Ticker or Trading Symbol:

Crosstex Energy, L.P. [XTEX]

Designated Filer:

GSO Crosstex Holdings LLC

Other Joint Filers:

Blackstone / GSO Capital Solutions Fund LP
Blackstone / GSO Capital Solutions Associates LLC
GSO Special Situations Fund LP
GSO Capital Partners LP
GSO Advisor Holdings L.L.C.
GSO Holdings I LLC
Blackstone Holdings I L.P.
Blackstone Holdings I/II GP Inc.
The Blackstone Group L.P.
Blackstone Group Management L.L.C.
Mr. Stephen A. Schwarzman,
Bennett J. Goodman,
J. Albert Smith III,
Douglas I. Ostrover

Addresses:

The address of the principal business and principal office of each of GSO Crosstex Holdings LLC, Blackstone/GSO Capital Solutions Fund LP, Blackstone/GSO Capital Solutions Associates LLC, GSO Special Situations Fund LP, GSO Capital Partners LP, GSO Advisor Holdings L.L.C., GSO Holdings I LLC, Bennett J. Goodman, J. Albert Smith III and Douglas I. Ostrover is 280 Park Avenue, New York, NY 10017.

The address of the principal business and principal office of each of Blackstone Holdings I L.P., Blackstone Holdings I/II GP Inc., The Blackstone Group L.P., Blackstone Group Management L.L.C. and Mr. Stephen A. Schwarzman is c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154.

Signatures:

Dated: May 24, 2010

GSO Crosstex Holdings LLC

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Person

Blackstone / GSO Capital Solutions Fund LP

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Person

Blackstone / GSO Capital Solutions Associates LLC

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Person

GSO Special Situations Fund LP

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Person

GSO Capital Partners LP

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Person

GSO Advisor Holdings L.L.C.

By: /s/ Robert L. Friedman

Name: Robert L. Friedman  
Title: Authorized Person

GSO Holdings I LLC

By: /s/ Robert L. Friedman  
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Name: Robert L. Friedman  
Title: Authorized Person

Blackstone Holdings I L.P.

By: /s/ Robert L. Friedman  
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Name: Robert L. Friedman  
Title: Authorized Person

Blackstone Holdings I/II GP Inc.

By: /s/ Robert L. Friedman  
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Name: Robert L. Friedman  
Title: Authorized Person

The Blackstone Group L.P.

By: /s/ Robert L. Friedman  
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Name: Robert L. Friedman  
Title: Authorized Person

Blackstone Group Management L.L.C.

By: /s/ Robert L. Friedman  
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Name: Robert L. Friedman  
Title: Authorized Person

Mr. Stephen A. Schwarzman

By: /s/ Stephen A. Schwarzman  
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Name: Stephen A. Schwarzman

Bennett J. Goodman

By: /s/ George Fan  
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Name: George Fan  
Title: Attorney-in-Fact

J. Albert Smith III

By: /s/ George Fan  
-----

Name: George Fan  
Title: Attorney-in-Fact

Douglas I. Ostrover

By: /s/ George Fan  
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Name: George Fan  
Title: Attorney-in-Fact