

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>Blackstone / GSO Capital Solutions Fund LP</u>  (Last) (First) (Middle) <u>C/O GSO CAPITAL PARTNERS LP</u> <u>345 PARK AVENUE</u>  (Street) <u>NEW YORK NY 10154</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CROSSTEX 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>01/30/2014</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**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			

**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)		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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Convertible Preferred Units	(1)	01/31/2014		J <sup>(2)</sup>		02/10/2014	(1)	Common Units	452,185	(2)	17,095,132	I	See Footnotes <sup>(3)(4)(5)(6)(7)(8)</sup>

1. Name and Address of Reporting Person \*  
Blackstone / GSO Capital Solutions Fund LP  
 (Last) (First) (Middle)  
C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE  
 (Street)  
NEW YORK NY 10154  
 (City) (State) (Zip)

1. Name and Address of Reporting Person \*  
GSO Crosstex Holdings LLC  
 (Last) (First) (Middle)  
C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE  
 (Street)  
NEW YORK NY 10154  
 (City) (State) (Zip)

1. Name and Address of Reporting Person \*  
[Blackstone / GSO Capital Solutions Associates LLC](#)

(Last) (First) (Middle)

C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE

(Street)  
NEW YORK NY 10154

(City) (State) (Zip)

1. Name and Address of Reporting Person \*  
[Goodman Bennett J](#)

(Last) (First) (Middle)

C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE

(Street)  
NEW YORK NY 10154

(City) (State) (Zip)

1. Name and Address of Reporting Person \*  
[Smith J Albert III](#)

(Last) (First) (Middle)

C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE

(Street)  
NEW YORK NY 10154

(City) (State) (Zip)

1. Name and Address of Reporting Person \*  
[Ostrover Douglas I](#)

(Last) (First) (Middle)

C/O GSO CAPITAL PARTNERS LP  
345 PARK AVENUE

(Street)  
NEW YORK NY 10154

(City) (State) (Zip)

**Explanation of Responses:**

1. The number of Common Units of Crosstex Energy, L.P. ("Common Units") deliverable upon conversion of each Series A Convertible Preferred Unit ("Preferred Unit") of Crosstex Energy, L.P. (the "Issuer") is equal to the quotient of (i) the sum of \$8.50 and all accrued and accumulated but unpaid distributions on such Preferred Unit, divided by (ii) the conversion price per Preferred Unit of \$8.50, subject to certain adjustments. The Preferred Units are convertible at any time after the earlier of (i) the business day following the record date for the distribution on the Preferred Units for the quarter ending December 31, 2013 and (ii) February 10, 2014, and have no expiration date. The Issuer may mandatorily convert the Preferred Units into Common Units after the distribution on the Preferred Units for the quarter ending December 31, 2013, if certain conditions are met.
2. GSO Crosstex Holdings LLC ("GSO Crosstex") received 452,185 Preferred Units as a quarterly payment-in-kind distribution on 16,642,947 Preferred Units owned on the distribution record date.
3. GSO Crosstex Holdings LLC ("GSO Crosstex") directly holds 17,095,132 Preferred Units. 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.
4. Blackstone Holdings I L.P. is the sole member of GSO Holdings I L.L.C. and in that capacity, directs its operations. 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. Blackstone Group Management L.L.C. is the general partner of The Blackstone Group L.P. Blackstone Group Management L.L.C. is wholly-owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.
5. 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, may have shared investment control with respect to securities directly held by GSO Crosstex.
6. Due to the limitations of the electronic filing system, 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. and Mr. Schwarzman are filing a separate Form 4.
7. Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.
8. Each of the Reporting Persons, other than GSO Crosstex as to its direct holdings of securities, disclaims beneficial ownership of the securities held by GSO Crosstex, 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 as to its direct holdings of securities, 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 of the Securities Exchange Act of 1934 or for any other purpose. The filing of this statement shall not be deemed an admission that the transaction reflected herein is reportable under Section 16(a) of the Securities Exchange Act of 1934 or for any other purpose.

[Blackstone / GSO Capital Solutions Fund LP, By Blackstone / GSO Capital Solutions Associates LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory](#) [02/03/2014](#)

<u>GSO Crosstex Holdings LLC, By:</u> <u>/s/ Marisa Beeney, Name: Marisa</u> <u>Beeney, Title: Authorized</u> <u>Signatory</u>	<u>02/03/2014</u>
<u>Blackstone / GSO Capital</u> <u>Solutions Associates LLC, By: /s/</u> <u>Marisa Beeney, Name: Marisa</u> <u>Beeney, Title: Authorized</u> <u>Signatory</u>	<u>02/03/2014</u>
<u>Bennett J. Goodman, By: /s/</u> <u>Marisa Beeney, Name: Marisa</u> <u>Beeney, Title: Attorney-in-Fact</u>	<u>02/03/2014</u>
<u>J. Albert Smith III, By: /s/ Marisa</u> <u>Beeney, Name: Marisa Beeney,</u> <u>Title: Attorney-in-Fact</u>	<u>02/03/2014</u>
<u>Douglas I. Ostrover, By: /s/</u> <u>Marisa Beeney, Name: Marisa</u> <u>Beeney, Title: Attorney-in-Fact</u>	<u>02/03/2014</u>
** 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.**