SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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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 [*] MURCHISON ROBERT F						2. Issuer Name and Ticker or Trading Symbol <u>CROSSTEX ENERGY LP</u> [XTEX]									all applicab	onship of Reporting Person(s) to Issuer all applicable) Director 10% Owner			
(Last)	(First)	`	1iddle)		3. Date of Earliest Transaction (Month/Day/Year) 04/01/2005										Officer (give title below)		Other (specify below)		
C/O CROSSTEX ENERGY, INC. 2501 CEDAR SPRINGS, SUITE 600					4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Street) DALLAS TX			75201												Form file	d by More	than C	ne Reportin	g Person
(City)	(State)	· · · ·	^{iip)} able I - Non	-Deriv	vativ	e Se	curitie	s Acc	wired I	Disr	osed o	for	Benefi		med				
Date					nth/Day/Year)		2A. Deem Executior if any (Month/D	ied 1 Date,	Code (Instr.		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 Amount (A) or (D) F		A) or	5. Amount Securities Beneficially Following Transactio (Instr. 3 and	y Owned Reported n(s)	Form	: Direct (D) lirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
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/Ye	C0	Transactio Code (Inst				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (In 3 and 4)		erlying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Co	ode	v	(A)	(D)	Date Exercisat		Expiration Date	Title		Amount or Number of Shares		(Instr. 4)	1011(9)		
Director Unit Option	\$34.13	04/01/2005			A		1,831		04/01/200	05	(1)		mmon Jnits	1,831	\$0	18,74	.9	D	

Explanation of Responses:

1. This option terminates on the earlier of (i) April 1, 2015 or (ii) thirty days after Mr. Murchison ceases to serve as a director.

 Barry E. Davis, Vice President
 04/04/2005

 ** 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.