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 * BEST RHYS J			2. Issuer Name and Ticker or Trading Symbol <u>CROSSTEX ENERGY LP</u> [ XTEX ]	(Check	tionship of Reporting Person(s) to Issuer all applicable)			
(Last)			3. Date of Earliest Transaction (Month/Day/Year) 06/08/2011		Director Officer (give title below)	10% Owner Other (specify below)		
2501 CEDAR SPRINGS SUITE 100			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi X	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)					Form filed by More tha	in One Reporting Person		
DALLAS	ТХ	75201	_					
(City)	(State)	(Zip)						
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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr.
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		4)
Common Units	06/08/2011		<b>G</b> <sup>(1)</sup>		50,000	D	\$ <mark>0</mark>	41,478	D	
Common Units	06/08/2011		<b>G</b> <sup>(1)</sup>		10,000	A	\$ <u>0</u>	10,000	I	Best Grandchildren Trust <sup>(2)</sup>
Common Units	06/08/2011		G <sup>(1)</sup>		20,000	Α	\$0	20,000	Ι	Anne E. Stone Trust <sup>(2)</sup>
Common Units	06/08/2011		<b>G</b> <sup>(1)</sup>		20,000	A	\$0	20,000	Ι	Paul Best Trust <sup>(2)</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)		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

Explanation of Responses:

1. This transfer is a gift of units to family trusts established by Mr. Best.

2. Units held by this trust are for the benefit of members of Mr. Best's family. Mr. Best disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

> Barry E. Davis, by power of attorney \*\* Signature of Reporting Person

06/08/2011

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.