FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| 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 *  MURCHISON ROBERT F |   |                  |   |       |                    | 2. Issuer Name and Ticker or Trading Symbol  CROSSTEX ENERGY LP [ XTEX ] |  |          |   |                                     |   |                        |                    |   | Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner |           |  |  |   |
|---|---|------------------|---|-------|--------------------|--|--|----------|---|-------------------------------------|---|------------------------|--------------------|---|---|-----------|--|--|---|
| (Last)  | (First)   | ,                | ddle)   |       |                    | 3. Date of Earliest Transaction (Month/Day/Year) 12/01/2006              |  |          |   |                                     |   |                        |                    |   | Officer (g<br>below)  | ive title |  | Other (s   | ·   |
| C/O CROSSTEX ENERGY, L.P.<br>2501 CEDAR SPRINGS, SUITE 100    |   |                  |   |       | 4. If <i>F</i>     | 4. If Amendment, Date of Original Filed (Month/Day/Year)                 |  |          |   |                                     |   |                        |                    | 6. Indi   | , ,   |           |  |  |   |
| (Street)  DALLAS  | TX  | 75               | 201   |       |                    |  |  |          |   |                                     |   |                        |                    |   | Form filed by More than One Reporting   |           |  |  | ig Person   |
| (City)  | (State)   | (Zi <sub>l</sub> | o)  |       |                    |  |  |          |   |                                     |   |                        |                    |   |   |           |  |  |   |
|   |   | Та               | ble I - Noı   | n-Der | ivativ             | e S  | curitie  | s Acq    | uired, l  | Disp                                | osed of,  | or I                   | Benefi             | cially Ov   | /ned  |           |  |  |   |
| Date  |   |                  |   | Date  | e<br>nth/Day/Year) |  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)  |          | 3.<br>Transaction<br>Code (Instr.<br>8)           |                                     | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and |                        |                    |   | 5. Amount of<br>Securities<br>Beneficially Owned<br>Following Reported                        |           | 6. Ownership<br>Form: Direct (D)<br>or Indirect (I)<br>(Instr. 4)        |  | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|   |   |                  |   |       |                    |  |  |          | Code  | v                                   | Amount  |                        | (A) or<br>(D)      | Price   | Transaction(s) (Instr. 3 and 4)   |           |  |  | (Instr. 4)  |
| Common Unit   |   |                  | 12/01/2006  |       |                    |  |  |          |   | 1,541                               |   | D                      | \$0                | 48,459  |   | I         |  | By<br>Murchison<br>Capital<br>Partners,<br>L.P. <sup>(1)</sup>     |   |
| Common Unit   |   |                  |   |       |                    |  |  |          |   |                                     |   |                        |                    |   | 31,822  |           |  | D  |   |
|   |   |                  | Table II - I<br>(                                   |       |                    |  |  |          |   |                                     | sed of, o<br>nvertible  |                        |                    |   | ed  |           |  |  |   |
| 1. Title of<br>Derivative<br>Security (Instr. 3)              | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security |                  | 3A. Deemed<br>Execution Da<br>if any<br>(Month/Day/ | ate,  | Code (Instr.       |  | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D) (Instr. 3, 4<br>and 5) |          | 6. Date Exerci<br>Expiration Dat<br>(Month/Day/Ye |                                     | e Securities Und  |                        | derlying<br>curity | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number derivative Securities Beneficia Owned Following Reported                            | e lally l | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |
|   | Code V  |                  | (A)   | (D)   | Date<br>Exercisa   |  | Expiration<br>Date   | or<br>Nu |   | Amount<br>or<br>Number<br>of Shares |   | Transaci<br>(Instr. 4) |                    |   |   |           |  |  |   |

## Explanation of Responses:

1. Robert F. Murchison is the President of Murchison Management Corp. which serves as the general partner of Murchison Capital Partners, L.P. As a result, Mr. Murchison may be deemed to be the beneficial owner of a portion of the common units owned by Murchison Capital Partners, L.P. These units are a gift by Mr. Murchison.

Barry E. Davis, by Power of
Attorney
\*\* Signature of Reporting Person

12/05/2006 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.