

# **CROSSTEX ENERGY LP**

# Reported by MURCHISON ROBERT F

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 09/16/04 for the Period Ending 09/15/04

CIK 0001179060

Symbol XTEX

SIC Code 5172 - Petroleum and Petroleum Products Wholesalers, Except Bulk Stations and Terminals

Industry Oil Well Services & Equipment

Sector Energy

Fiscal Year 12/31





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

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

Washington, D.C. 20549

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#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP **OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

(Last) (First) (Middle)  (C/O CROSSTEX ENERGY LP, 2501 CEDAR SPRINGS STE  (Street)  A. If Amendment, Date Original Filed (MM/DD/YYYY)  DALLAS, TX 75201 (City) (State)  (City)																
(Last) (First) (Middle)  (Caro CROSSTEX ENERGY LP, 2501 CEDAR SPRINGS STE  600  (Street)  (City)  (State)  (City)  (State)  (City)  (State)  (City)  (State)  (City)  (State)  (City)  (State)  (City)  (City)	1. Name and Add	ress of Re	porting l	Person *	2.	. Iss	uer Na	me <b>a</b>	nd Ticker	or Tradi	ng Symb				Person(s)	to Issuer
(Last) (First) (Middle)    A. Director (give title below)   Date of Earliest Transaction (MM/DD/YYYY)   X   Director (give title below)   Date of Carliest Transaction (MM/DD/YYYY)   Director Unit Option   Sarage   Sarag	MURCHISON	N ROBE	ERTF		C	R	OSST	EX	<b>ENERG</b>	Y LP	XTEX	(1				
C/O CROSSTEX ENERGY LP, 2501 CEDAR SPRINGS STE  600  (Street)  A. If Amendment, Date Original Filed (MM/DD/YYYY)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  Applicable Line)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  LTitle of Security (Instr. 3)  Little of Derivate Security (Instr. 3)  Table II - Derivative Securities Beneficially Owned  2. Trans. Date Demed Ingred Code V Amount   (A) Amount   (D) Price  Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)  1. Title of Derivate Security (Instr. 3)  Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)  1. Title of Derivate Security (Instr. 3)  Director Unit Option (s) 9/15/2004  Director Unit Option (s) 9/15/2004  A 2615 (S23 90 21325 D )  Officer (give title below)  Officer (Divided Namburd)  Officer (give title below)  Officer (give title below)				ldla)	3.	Da	te of E	arlies	st Transact	tion (MM/	DD/YYYY	X Dire	ctor		10%	Owner
C/O CROSSTEX ENERGY LP, 2501 CEDAR SPRINGS STE  600  (Street) A. If Amendment, Date Original Filed (MM/DD/YYY)  A. If Amendment, Date Original Filed (MM/DD/YYY)  (City) (State)  (City) (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  L. Title of Derivate Security (Instr. 3)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  L. Title of Derivate Securities Inderlying (Instr. 3, 4 and 5) Date Date Derivative Security (Instr. 3, 4 and 5) Director Unit Option Security (Instr. 3, 4 and 5) Director Unit Option Security (Instr. 3, 4 and 5) Director Unit Option Security (Instr. 3, 4 and 5) Director Unit Option Security (Instr. 3, 4 and 5) Director Unit Option Security (Instr. 3)  Director Unit Option Security (Instr. 4)  Director U	(Last)	(First)	(WHO	idic)								·	er (give title	below) _	Other	(specify
(City) (State) (Zip) (Zip) (State) (Zip) (State) (Zip) (State) (Zip) (State) (Zip) (St									9/15/20	04		below)				
DALLAS, TX 75201  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Trans. Date Execution Date, if any Code V Amount (ID) Price  Table II - Derivative Securities Beneficially Owned (Execution) Date, if any Code Code Date, if any Code (Instr. 3) Date Security (Instr. 3)  Table II - Derivative Securities Beneficially Owned (Execution) Date, if any Code (Instr. 3) Date Security (Instr. 3) Date Security (Instr. 3) Date Derivative Security (Instr. 3) Date Security (Instr. 3) Date Derivative Security (Instr. 3) Date Derivative Security (Instr. 3) Date Security (Instr. 3) Date Derivative Security (Instr. 3) Date Security (Instr. 3) Date Date Security (Instr. 4) Date Securities Date Date Security (Instr. 4) Date Securities Date Date Security (Instr. 4) Date Securities Date Date Security (Instr. 4) Date Security (Instr. 5) Date Security (Instr. 4) Date Security (Instr. 4) Date Security (Instr. 4) Date Security (Instr. 5) Date Security (Instr. 5) Date Date Security (Instr. 5) Date Date Date Date Date Date Date Date	· ·	OAR SP	RINGS	SSTE												
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)    2. Trans. Date   2. Deemed Execution   Date, if any   Deemed (Instr. 8)   Deemed (Instr. 8)   Deemed (Instr. 8)   Deemed (Instr. 3, 4 and 5)   Deemed (Instr. 4, 4)   Deemed (Instr. 3, 4 and 5)   Deemed (Instr. 3, 4 and 4)   Deemed (Instr. 3, 4 and 4)   Deemed (Instr. 3, 4 and 4)   Deemed (Instr. 4, 4)   Deemed (Instr. 3, 4 and 4)   Deemed (Instr. 3, 4 and 4)   Deemed (Instr. 4, 4)   Deemed (Instr. 3, 4 and 4)   Deemed	(City)	(State)	(Zip)	)												n
1. Title of Derivate Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  3. Trans. Date Execution Date in Securities (Instr. 3)  4. Deemed Execution Date in Securities (Instr. 3)  5. Number of Derivative Securities (Instr. 3)  6. Date Exercisable and Expiration Date (Instr. 3)  8. Price of Derivative Security (Instr. 5)  9. Instruction Date  8. Price of Derivative Security (Instr. 5)  8. Price of Derivative Security (Instr. 5)  9. Instruction Date  9. Instruction	•		Table 1	I - Non-I	2. Tra		2A. Deemed Execution Date, if	d C (I	. Trans. 4. Code A Instr. 8) (I	Securities acquired (A) Disposed of (Instr. 3, 4 an (A) or	5. A Foll (Ins	mount of Securiti	es Beneficia	lly Owned	Ownership Form: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership
Security (Instr. 3) Detector Unit Option Security (Instr. 3) Derivative Securities (Instr. 4) Detector Unit Option Security (Instr. 3) Derivative Securities (Instr. 4) Detector Unit Option Security (Instr. 5) Detector Unit Option Security (Instr. 4) Detector Unit Option Security (Instr. 5) Detector Unit Option Security (Instr. 4) Detector Unit Option Security (Instr. 5) Detector Unit Option Security (Instr. 5) Detector Unit Option Security (Instr. 3) and 4) Derivative Security (Instr. 3) and 4) Security (Instr. 3) Derivative Security (Instr. 3) Derivative Security (Instr. 3) and 4) Derivative Security (Instr. 3) Derivative Securit	Tabl	le II - Dei	rivative	Securition	es Be	nef	icially	Own	ned ( <i>e.g.</i> ,	puts, cal	lls, warr	ants, options	, convert	ible secur	ities)	
Code V (A)   Date   Expiration Date   Expiration Date   Title   Amount or Number of Shares   (s) (Instr. 4)	Security	Conversion or Exercise Price of Derivative		Deemed Execution Date, if	Trans Code (Instr	i. I S	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and				Securities Derivative	Underlying Security	Derivative Security	of derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	Beneficial
1					Code	V	(A)	(D)			Title	Number of			[4)	
	Director Unit Option	\$23.90	9/15/2004		A		2615		9/15/2004	(1)		2615	\$23.90	21325	D	

#### **Explanation of Responses:**

(1) This option terminates on the earliest of the following to occur: (i) December 31, 2013, (ii) the date on which the participant purchases or surrenders his right to purchase units, or (iii) 30 days after the participant ceases to serve as a director of Crosstex Energy GP, LLC.

**Reporting Owners** 

Danastina Oversas Nama / Adduses	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
MURCHISON ROBERT F C/O CROSSTEX ENERGY LP 2501 CEDAR SPRINGS STE 600	X							
DALLAS, TX 75201								

/s/ Barry E. Davis, by power of attorney

9/16/2004

\*\* 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 control number.