

CROSSTEX ENERGY LP
Reported by
**BLACKSTONE / GSO CAPITAL SOLUTIONS
ASSOCIATES LLC**

FORM 3
(Initial Statement of Beneficial Ownership)

Filed 12/23/13 for the Period Ending 12/12/13

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Industry Oil Well Services & Equipment
Sector Energy
Fiscal Year 12/31

FORM 3

UNITED STATES SECURITIES AND EXCHANGE
COMMISSION
Washington, D.C. 20549

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 * GSO CAPITAL PARTNERS LP	2. Date of Event Requiring Statement (MM/DD/YYYY) 12/12/2013	3. Issuer Name and Ticker or Trading Symbol CROSSTEX ENERGY LP [XTEX]
(Last) (First) (Middle) 345 PARK AVENUE,	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) _____ Other (specify below)	
(Street) NEW YORK, NY 10154 (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY)	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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Units	829528	I	See Footnotes (1) (3) (7) (8) (9) (10) (11)
Common Units	72634	I	See Footnotes (2) (3) (7) (8) (9) (10) (11)

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Convertible Preferred Units	2/10/2014	(4)	Common Units	16642947 (4)	(4)	I	See Footnotes (5) (6) (7) (8) (9) (10) (11)

Explanation of Responses:

- GSO Special Situations Fund LP directly holds these Common Units of Crosstex Energy, L.P. ("Common Units").
- GSO Special Situations Overseas Master Fund Ltd. directly holds these Common Units.
- GSO Capital Partners LP is the investment manager of each of GSO Special Situations Fund LP and GSO Special Situations Overseas Master Fund Ltd. GSO Advisor Holdings L.L.C. is the general partner of GSO Capital Partners LP.

- (4) The number of Common Units deliverable upon conversion of each Preferred Unit 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.
- (5) GSO Crosstex Holdings LLC ("GSO Crosstex") holds 16,642,947 Series A Convertible Preferred Units ("Preferred Units") of Crosstex Energy, L.P.
- (6) 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.
- (7) Blackstone Holdings I L.P. is the sole member of each of GSO Holdings I L.L.C. and GSO Advisor Holdings L.L.C., and in that capacity, directs their 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.
- (8) 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 and GSO Capital Partners LP, may have shared investment control with respect to securities directly held by GSO Crosstex, GSO Special Situations Fund LP and GSO Special Situations Overseas Master Fund Ltd.
- (9) Due to the limitations of the electronic filing system, GSO Advisor Holdings L.L.C., Blackstone Holdings I L.P., Blackstone Holdings I/II GP Inc., The Blackstone Group L.P., Blackstone Group Management L.L.C., Mr. Stephen A. Schwarzman, Bennett J. Goodman, J. Albert Smith III and Douglas I. Ostrover are filing a separate Form 3.
- (10) 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.
- (11) Each of the Reporting Persons, other than GSO Crosstex, GSO Special Situations Fund LP and GSO Special Situations Overseas Master Fund Ltd. as to their direct holdings of securities, disclaims beneficial ownership of the securities held by GSO Crosstex, GSO Special Situations Fund LP and GSO Special Situations Overseas Master Fund Ltd., 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, GSO Special Situations Fund LP and GSO Special Situations Overseas Master Fund Ltd. as to their 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.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154		X		
GSO Crosstex Holdings LLC C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154		X		
Blackstone / GSO Capital Solutions Fund LP C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154		X		
Blackstone / GSO Capital Solutions Associates LLC C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154		X		
GSO Holdings I LLC C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154		X		
GSO Special Situations Fund LP C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154		X		
GSO Special Situations Overseas Master Fund Ltd. C/O GSO CAPITAL PARTNERS LP 345 PARK AVENUE NEW YORK, NY 10154		X		

Signatures

GSO CROSSTEX HOLDINGS LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory	12/23/2013
** Signature of Reporting Person	Date
BLACKSTONE / GSO CAPITAL SOLUTIONS FUND LP, By Blackstone / GSO Capital Solutions Associates LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory	12/23/2013
** Signature of Reporting Person	Date
BLACKSTONE / GSO CAPITAL SOLUTIONS ASSOCIATES LLC, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory	12/23/2013
** Signature of Reporting Person	Date
GSO HOLDINGS I LLC, By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer	12/23/2013
** Signature of Reporting Person	Date
GSO SPECIAL SITUATIONS FUND LP, By: GSO Capital Partners LP, its Investment Manager, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory	12/23/2013
** Signature of Reporting Person	Date
GSO SPECIAL SITUATIONS OVERSEAS MASTER FUND LTD., By: GSO Capital Partners LP, its Investment Manager, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory	12/23/2013
** Signature of Reporting Person	Date
GSO CAPITAL PARTNERS LP, By: /s/ Marisa Beeney, Name: Marisa Beeney, Title: Authorized Signatory	12/23/2013
** 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 5(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.

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