

CROSSTEX ENERGY LP

Reported by
BURKE FRANK M

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/20/04 for the Period Ending 09/01/03

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

CROSSTEX ENERGY LP

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 8/20/2004 For Period Ending 9/1/2003

CIK	0001179060
Industry	Natural Gas Utilities
Sector	Utilities
Fiscal Year	12/31

FORM 4

[] 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

OMB APPROVAL
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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

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
BURKE FRANK M	CROSTEX ENERGY LP [XTEX]	<input checked="" type="checkbox"/> Director _____ 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	<input type="checkbox"/> Officer (give title below) _____ Other (specify below)
2501 CEDAR SPRINGS, SUITE 600	9/1/2003	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
DALLAS, TX 75201		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				
Director Unit Option (right to buy)	\$36.29	9/1/2003		A		20000 (1)		(2)	(3)	Common units representing limited partnership interests	20000 (1)	\$36.29	20000 (4)	D	

Explanation of Responses:

- (1) Reflects a 2-for-1 split on outstanding limited partnership units effected on March 29, 2004.
- (2) This option vests in three equal installments on September 1, 2004, 2005 and 2006.
- (3) This option terminates on the earlier of (i) September 1, 2013 or (iii) thirty days after Mr. Burke ceases to serve as a director.
- (4) Reflects the number of derivative securities beneficially owned as of August 20, 2004, the date of this filing.

Remarks:

Frank Burke is a member of the Board of Directors of Crosstex Energy GP, LLC, the general partner of Crosstex Energy GP, L.P., which is the general partner of the Issuer.

Reporting Owners

Reporting Owner Name / Address	Relationships

Signatures

	Director	10% Owner	Officer	Other
BURKE FRANK M 2501 CEDAR SPRINGS SUITE 600 DALLAS, TX 75201	X			

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

8/20/2004

**** 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.

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