JOLAS PAUL M Form 3 September 08, 2009

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

(Last)

JOLAS PAUL M

(First)

(Middle)

Statement

(Month/Day/Year)

09/08/2009

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Regency Energy Partners LP [RGNC]

**2001 BRYAN** 

STREET, Â SUITE 3700

(Street)

4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer

Filed(Month/Day/Year)

(Check all applicable)

Director \_X\_\_ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person

**EVP Chief Legal Officer** Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

DALLAS, TXÂ 75201

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

						(Instr. 5)	
Phantom Units (1)	03/15/2010	03/15/2010	Common Units	3,667	\$ 0	D	Â
Phantom Units	03/15/2011	03/15/2011	Common Units	3,667	\$ 0	D	Â
Phantom Units	03/15/2012	03/15/2012	Common Units	3,666	\$ 0	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
JOLAS PAUL M 2001 BRYAN STREET SUITE 3700 DALLAS, TX 75201	Â	Â	EVP Chief Legal Officer	Â		

## **Signatures**

Paul M. Jolas	09/08/2009		
**Signature of Reporting Person	Date		

## **Explanation of Responses:**

- \* 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).
- (1) Service condition grants under LTIP convert to common units on a 1:1 basis upon vesting. One third of the total granted units will vest on March 15 of 2010, 2011, and 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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