Edgar Filing: Scott James A - Form 4

Scott James A Form 4 June 21, 200					
FORM	1	S SECURITIES AND EXCHANGE C Washington D.C. 20549	COMMISSION	OMB APPROVAL OMB 3235-0287 Number:	
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation may cont <i>See</i> Instru 1(b).	6. Filed pursuant to Section 17(a) of the 20(b)	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			
(Print or Type R	Responses)				
1. Name and A Scott James	ddress of Reporting Person <u>*</u> A	2. Issuer Name and Ticker or Trading Symbol Regency Energy Partners LP [RGNC]	Issuer	Reporting Person(s) to	
(Last) 1700 PACIF	(First) (Middle) FIC, SUITE 2900	 Date of Earliest Transaction (Month/Day/Year) 06/19/2007 	Director X Officer (give t below) Sr. VP of Ga	title 10% Owner below) us Supply & Bus Dev	
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi Applicable Line) _X_ Form filed by O	nt/Group Filing(Check ne Reporting Person	
DALLAS, T	TX 75201			ore than One Reporting	
(City)	(State) (Zip)	Table I - Non-Derivative Securities Acq	uired, Disposed of,	or Beneficially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Dec (Month/Day/Year) Executi any (Month.	1	Securities Beneficially Owned	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)	
Common Units <u>(1)</u>	06/19/2007	S 5,638 D ^{\$} 29.64	19,362 <u>(1)</u>	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addr	ess	Relationships					
	Director	10% Owner	Officer	Other			
Scott James A 1700 PACIFIC SUITE 2900 DALLAS, TX 75201			Sr. VP of Gas Supply & Bus Dev				
Signatures							
/s/ James A. Scott	06/21/2007						
<u>**</u> Signature of Reporting Person	Date						

Explanation of Responses:

- * 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).
- The units were awarded pursuant to the Issuer's Long-Term Investment Plan (the "Plan") as restricted units and were scheduled to vest in (1) three equal installments on March 8, 2008, 2009 and 2010. Effective June 18, 2007, pursuant to the change in control provisions of the Plan, the vesting of all of the restricted units awarded was accelerated and such units became unrestricted.

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.