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Regency Energy Partners LP Form 4 November 26, 2007

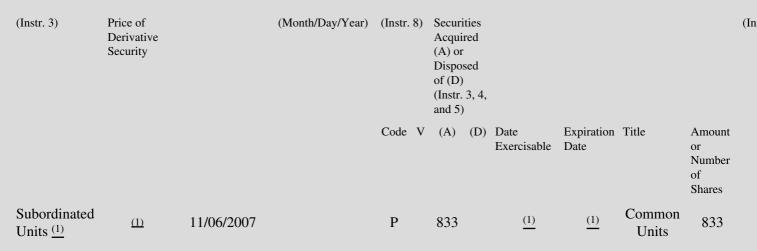
November	26, 2007								
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL	
	UNITED					NGE		NOMB Number:	3235-028
Check t if no lo subject Section Form 4 Form 5	to STATEM 16. or	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							January 3 200 average urs per . 0
obligati may co <i>See</i> Ins 1(b).	ions Section 17((a) of the Public U 30(h) of the I	Jtility Hol	lding Cor	npan	y Act	of 1935 or Section	on	
Print or Type	e Responses)								
DICUTED IAMES M			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer		
		•	Regency Energy Partners LP [RGNC]				(Check all applicable)		
(Mo			Date of Earliest Transaction Ionth/Day/Year) /06/2007				Director 10% Owner X Officer (give title Other (specify below) below) Vice Pres. of Human Resources		
		4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
DALLAS,	TX 75201						Form filed by Person	More than One R	eporting
(City)	(State)	(Zip) Tak	ole I - Non-	Derivative	Secur	rities A	cquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		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	(D)	Price	(1115u. 5 aliu 4)		
Reminder: Ro	eport on a separate line	e for each class of sec		eficially ow	ned di	rectly o		ction of	SEC 1474

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) 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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Sec



Reporting Owners

Reporting Owner Name / Address	Relationships						
I B	Director	10% Owner	Officer	Other			
RICHTER JAMES M 1700 PACIFIC SUITE 2900 DALLAS, TX 75201			Vice Pres. of Human Resource	es			
Signatures							
/s/ William E. Joor III, Attorney-in-fact		11/26/20	07				
**Signature of Reporting Person		Date					
Explanation of Responses:							

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 subordinated units shall convert into common units on a one-for-one basis after December 31, 2006, upon satisfaction of the

(1) conditions for conversion set forth in the Issuer's First Amended and Restated Agreement of Limited Partnership, as amended. The conditions are based on the amount of quarterly distributions by the Issuer with respect to its common and subordinated units. As of date, the conditions for conversion have not been satisfied. The subordinated units have no expiration date.

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.