

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>Energy Transfer Partners, L.P.</u> (Last) (First) (Middle) 3738 OAK LAWN AVE. (Street) DALLAS TX 78219 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/30/2013	3. Issuer Name and Ticker or Trading Symbol <u>Regency Energy Partners LP [RGP]</u>	
		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)	5. If Amendment, Date of Original Filed (Month/Day/Year) 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	31,372,419	I	Held by Southern Union Company ⁽¹⁾
Class F Common Units	6,274,483	I	Held by Southern Union Company ⁽¹⁾

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 Derivative Security	5. Ownership Form: 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			

1. Name and Address of Reporting Person* <u>Energy Transfer Partners, L.P.</u> (Last) (First) (Middle) 3738 OAK LAWN AVE. (Street) DALLAS TX 78219 (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Heritage ETC, L.P.</u> (Last) (First) (Middle) 3738 OAK LAWN AVE. (Street) DALLAS TX 75219 (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Heritage ETC GP, L.L.C.</u> (Last) (First) (Middle) 3738 OAK LAWN AVE. (Street) DALLAS TX 75219 (City) (State) (Zip)		
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1. Name and Address of Reporting Person*

[Energy Transfer Partners GP, L.P.](#)

(Last) (First) (Middle)

8801 S. YALE AVE., SUITE 310

(Street)

TULSA OK 74137

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Energy Transfer Partners, L.L.C.](#)

(Last) (First) (Middle)

3738 OAK LAWN AVE.

(Street)

DALLAS TX 75219

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Energy Transfer Equity, L.P.](#)

(Last) (First) (Middle)

3738 OAK LAWN AVE.

(Street)

DALLAS TX 75219

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[LE GP LLC](#)

(Last) (First) (Middle)

3738 OAK LAWN AVE.

(Street)

DALLAS TX 75219

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[WARREN KELCY L](#)

(Last) (First) (Middle)

3738 OAK LAWN AVE.

(Street)

DALLAS TX 75219

(City) (State) (Zip)

Explanation of Responses:

1. Southern Union Company is a wholly owned subsidiary of ETE Holdco Corporation, which is a wholly owned subsidiary of Heritage Holdings, Inc., which is a wholly owned subsidiary of ETP Holdco Corporation, which is a wholly owned subsidiary of Heritage ETC, L.P. Energy Transfer Partners, L.P. owns a 99.999% limited partner interest in Heritage ETC, L.P. and owns 100% of Heritage ETC GP, L.L.C., the general partner of Heritage ETC, L.P. Energy Transfer Partners GP, L.P. is the general partner of Energy Transfer Partners, L.P. and Energy Transfer Partners, L.L.C. is the general partner of Energy Transfer Partners GP, L.P. and both are wholly owned subsidiaries of Energy Transfer Equity, L.P. Kelcy L. Warren holds ~80% membership interest in LE GP, LLC the general partner of Energy Transfer Equity, L.P.

[William J. Healy as Attorney-in-Fact for Martin Salinas, Jr. on behalf of Heritage ETC, L.P., Heritage ETC GP, L.L.C., Energy Transfer Partners, L.P., Energy Transfer Partners GP, L.P., and Energy Transfer Partners, L.L.C.](#) 05/02/2013

[Sonia Aube as Attorney-in-Fact on behalf of LE GP, LLC](#) 05/02/2013

and Energy Transfer Equity,
L.P.

Sonia Aube as Attorney-in-
Fact for Kelcy L. Warren

05/02/2013

** 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.

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 Number.