

Regency Energy Partners LP  
 Form 3/A  
 March 25, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Aircraft Services CORP</p> <p>(Last) (First) (Middle)</p> <p>800 LONG RIDGE ROAD</p> <p>(Street)</p> <p>STAMFORD,Â CTÂ 06927</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/18/2007</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Regency Energy Partners LP [RGNC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>___ Director ___X_ 10% Owner                  ___ Officer ___X_ Other                  (give title below) (specify below)                  Owner of General Partner</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>06/28/2007</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p>___ Form filed by One Reporting Person                  ___X_ Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form:                  Direct (D)                  or Indirect (I)                  (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable      Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title      Amount or Number of Shares</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security:                  Direct (D)                  or Indirect (I)                  (Instr. 5)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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Subordinated Units representing limited partner interests	Â (1)	Â (6)	Common Units representing limited partner interests	17,763,809 (2) (3)	\$ (4)	I (5)	Through Regency LP Acquirer, L.P. (5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Aircraft Services CORP 800 LONG RIDGE ROAD STAMFORD, CT 06927	Â	Â X	Â	Owner of General Partner
EFS Regency GP Holdco II, LLC 800 LONG RIDGE ROAD STAMFORD, CT 06927	Â	Â X	Â	Owner of General Partner
Regency LP Acquirer, L.P. 800 LONG RIDGE ROAD STAMFORD, CT 06927	Â	Â X	Â	Owner of General Partner
GENERAL ELECTRIC CAPITAL CORP 3135 EASTON TURNPIKE FAIRFIELD, CT 06431	Â	Â X	Â	Owner of General Partner
GENERAL ELECTRIC CO 3135 EASTON TURNPIKE FAIRFIELD, CT 06431	Â	Â X	Â	Owner of General Partner

## Signatures

/s/ Tyson Yates, Vice President	03/23/2009
**Signature of Reporting Person	Date
By: Aircraft Services Corporation its Managing Member, /s/ Tyson Yates, Vice President	03/23/2009
**Signature of Reporting Person	Date
By: EFS Regency GP Holdco II, LLC, By: Aircraft Services Corporation its Managing Member, /s/ Tyson Yates, Vice President	03/23/2009
**Signature of Reporting Person	Date
/s/ Mark Mellana	03/23/2009
**Signature of Reporting Person	Date
/s/ J. Alex Urquhart, Vice President, General Electric Company	03/23/2009
**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).

## Edgar Filing: Regency Energy Partners LP - Form 3/A

- (1) The subordinated units automatically converted into common units on February 17, 2009.

These securities were owned by Regency LP Acquirer, L.P., which is a member of a "group" for purposes of Section 13(d) of the Exchange Act including Regency LP Acquirer, L.P., EFS Regency GP Holdco II, LLC, Aircraft Services Corporation, General Electric Capital Corporation and General Electric Company. This Form 3 is being amended solely to add General Electric Capital Corporation and

- (2) General Electric Company as joint filers. The joint filers are jointly filing this Form 3 and information regarding the joint filers other than Aircraft Services Corporation is set forth on Exhibit 99 to this Form 3. The reporting persons disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interests therein, and this report shall not be deemed an admission that the reporting persons were beneficial owners of the reported securities for purposes of Section 16 or for any other purpose.

The reporting persons currently own 24,679,577 common units of the issuer, as described in more detail on Amendment No. 4 to their

- (3) Schedule 13D, filed with the Securities and Exchange Commission on March 11, 2009, and the Form 4 to be filed on the same date as this Form 3/A.

- (4) The subordinated units were convertible into common units on a one-to-one ratio.

- (5) Regency LP Acquirer, L.P. directly owned all securities reported on this Form 3, all the other joint filers' ownership was indirect, through one or more subsidiaries.

- (6) The subordinated units had no expiration date.

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### Remarks:

ExhibitÂ List

ExhibitÂ 99:Â JointÂ FilerÂ Information

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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