

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

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

OMB APPROVAL

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**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)

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

**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)
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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)**

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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Amount or Number of Shares		
		Title			

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,Â CTÂ 06927	Â	Â X	Â	Owner of General Partner
EFS Regency GP Holdco II, LLC 800 LONG RIDGE ROAD STAMFORD,Â CTÂ 06927	Â	Â X	Â	Owner of General Partner
Regency LP Acquirer, L.P. 800 LONG RIDGE ROAD STAMFORD,Â CTÂ 06927	Â	Â X	Â	Owner of General Partner
GENERAL ELECTRIC CAPITAL CORP 3135 EASTON TURNPIKE FAIRFIELD,Â CTÂ 06431	Â	Â X	Â	Owner of General Partner
GENERAL ELECTRIC CO 3135 EASTON TURNPIKE FAIRFIELD,Â CTÂ 06431	Â	Â X	Â	Owner of General Partner

## Signatures

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