

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 *

^ Aircraft Services CORP

(Last) (First) (Middle)

800 LONG RIDGE ROAD

(Street)

STAMFORD, ^ CT ^ 06927

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/18/2007

3. Issuer Name and Ticker or Trading Symbol
Regency Energy Partners LP [RGNC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner

___ Officer ___X___ Other

(give title below) (specify below)

Owner of General Partner

5. If Amendment, Date Original Filed(Month/Day/Year)

06/28/2007

6. Individual or Joint/Group

Filing(Check Applicable Line)

___ Form filed by One Reporting Person

X 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)

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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of Shares

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)

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).

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- (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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