

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <b>DAVIS RAY C</b>			2. Issuer Name and Ticker or Trading Symbol <b>Energy Transfer Equity, L.P. [ ETE ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>10/14/2010</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
5950 SHERRY LANE, SUITE 550			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)								
<b>DALLAS</b>	<b>TX</b>	<b>75225</b>						
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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	(A) or (D)	Price			
Common Units	12/16/2010		P		230	A	\$37.22	1,606,274 <sup>(1)</sup>	D	
Common Units	10/14/2010		P		1,938,987	A	\$38.68	3,545,261 <sup>(1)(2)</sup>	D	
Common Units								7,881,953 <sup>(1)(3)</sup>	I	By ETC Holdings, LP
Common Units								1,410,552 <sup>(1)</sup>	I	By Linda Davis
Common Units								3,223,005 <sup>(1)</sup>	I	By L. Davis Rem. Trust
Common Units								741,654 <sup>(4)</sup>	I	By Avatar Investments LP
Common Units								50	I	By Avatar Holdings LLC
Common Units	10/14/2010		G	V	699,846	A	\$0	699,846 <sup>(5)</sup>	I	By Children's Trust
Common Units	10/14/2010		G	V	699,846	A	\$0	699,846 <sup>(5)</sup>	I	By Children's Trust
Common Units	10/14/2010		G	V	699,846	A	\$0	699,846 <sup>(5)</sup>	I	By Children's Trust

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Reflects the results of transactions involving grantor retained annuity trusts, exempt from reporting as changes only in form of beneficial ownership.
- Reflects the purchase of common units from children's remaindermen trusts upon the termination of grantor retained annuity trusts.
- The reported units are owned directly by ETC Holdings LP (ETC). The reported units represent the estimated pro rata interest of Mr. Davis in ETC, including his interest in other partners of ETC.

4. Reflects the correction of a 600 unit error in previously reported common units.

5. Reflects net distributions of common units to children's remaindermen trusts upon termination of grantor retained annuity trusts. Mr. Davis disclaims beneficial ownership of common units held by such trusts except to the extent of his pecuniary interest, if any, therein.

/s/ Sonia Aube, Attorney-in-  
Fact

12/21/2010

\*\* 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 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).

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.**