



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549-4628

December 1, 2010

Mr. William W. Davis  
Chief Financial Officer  
CROSSTEX ENERGY, INC.  
CROSSTEX ENEGRGY, L.P.  
2501 Cedar Springs  
Dallas, TX 75201

**Re: CROSSTEX ENERGY, INC. & CROSSTEX ENERGY, L.P.**  
**Form 10-K for the Fiscal Year Ended December 31, 2009**  
**Filed March 1, 2010**  
**Form 10-Q for the Fiscal Quarter Ended June 30, 2010**  
**Filed August 6, 2010**  
**Response Letter Dated November 9, 2010**  
**File No. 0-50536 & 0-50067**

Dear Mr. Davis:

We have completed our review of your filings and do not have any further comments at this time.

Sincerely,

H. Roger Schwall  
Assistant Director