



DIVISION OF  
CORPORATION FINANCE

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

March 25, 2021

Thomas E. Long  
Co-Chief Executive Officer  
Energy Transfer LP  
8111 Westchester Drive, Suite 600  
Dallas, TX 75225

**Re: Energy Transfer LP  
Registration Statement on Form S-4  
Filed March 19, 2021  
File No. 333-254477**

Dear Mr. Long:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Karina Dorin, Staff Attorney, at (202) 551-3763 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Energy & Transportation

cc: Kevin M. Richardson