

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden

hours per response: 0.5

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

1. Name and Address of Reporting Person* <u>DUNCAN DAN L</u> <hr/> (Last) (First) (Middle) <u>1100 LOUISIANA STREET; SUITE 1000</u> <hr/> (Street) <u>HOUSTON TX 77002</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>05/07/2007</u>	3. Issuer Name and Ticker or Trading Symbol <u>Energy Transfer Equity, L.P. [ETE]</u> <hr/> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/17/2007</u> <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)
<u>Common Units Representing Limited Partnership Interests</u>	<u>38,976,090</u>	<u>I⁽¹⁾</u>	<u>By EPE</u>
<u>Common Units Representing Limited Partnership Interests</u>	<u>91,300</u>	<u>I⁽²⁾</u>	<u>By 2000 Trust⁽³⁾⁽⁴⁾</u>

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

1. Name and Address of Reporting Person* <u>DUNCAN DAN L</u> <hr/> (Last) (First) (Middle) <u>1100 LOUISIANA STREET; SUITE 1000</u> <hr/> (Street) <u>HOUSTON TX 77002</u> <hr/> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Enterprise GP Holdings L.P.</u> <hr/> (Last) (First) (Middle) <u>1100 LOUISIANA STREET; SUITE 1000</u> <hr/> (Street) <u>HOUSTON TX 77002</u> <hr/> (City) (State) (Zip)

Explanation of Responses:

1. These Common Units are directly owned by Enterprise GP Holdings L.P. ("EPE"). EPE Holdings, LLC ("EPE Holdings") is the general partner of EPE. Dan Duncan LLC ("Duncan LLC") owns 100% of the membership interests of EPE Holdings. Dan L. Duncan Voting Trustee is the sole member of Duncan LLC. EPE Holdings, Duncan LLC, and Dan L. Duncan each have an indirect pecuniary interest in the Common Units. Such persons, other than EPE, disclaim beneficial ownership of the Common Units other than the extent of their pecuniary interest therein.
2. These Common Units are directly owned by the Duncan Family 2000 Trust ("2000 Trust"). EPCO, Inc. is the grantor of the 2000 Trust. Dan L. Duncan owns 50.427% of the voting stock of EPCO, Inc.
3. This amendment to the Form 3 dated May 7, 2007 and filed on May 17, 2007 is being filed to correct the holdings of the Reporting Persons. The Common units held by the 2000 Trust were acquired prior to May 7, 2007.
4. The powers of attorney under which this form was signed are on file with the Commission.

Remarks:

William L. Soula, Attorney-in- 02/27/2009
Fact, on behalf of Dan L.

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 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).

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.