Energy Transfer Equity, L.P. Form 4 July 22, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16.

Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** WILLIAMS RANDA DUNCAN			Symbol	2. Issuer Name and Ticker or Trading Symbol Energy Transfer Equity, L.P. [ETE]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 1100 LOUISIANA STREET, SUITE 1000			(Month/Day	3. Date of Earliest Transaction (Month/Day/Year) 07/20/2011			belov	(Check all applicable) Director X 10% Owner Officer (give title Other (specify below)				
HOUSTON,	(Street) ΓΧ 77002			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table l	I - Non-Dei	rivative Secur	ities A	cquired	l, Disposed of, or	Beneficially	Owned		
1.Title of Security (Instr. 3)	2. Transactic (Month/Day/	/Year) Example ar	xecution Date, if	3. Transactic Code (Instr. 8)	4. Securities coror Disposed (Instr. 3, 4 ar	of (D)	red (A)	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)		
Units Representing Limited Partnership Interests	07/20/201	1		S	3,414,136	D	\$ 40.5	30,411,954	I	By Enterprise ETE (1)		
Common Units Representing Limited Partnership Interests								14,000	I	By Estate		

Common Units

Representing

Limited Partnership

Interests

180,100

Ι

By DD Securities

9. Nu

Deriv

Secu

Bene Own Follo Repo Trans (Insti

(3)(4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474 (9-02)

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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	7. Titi Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
WILLIAMS RANDA DUNCAN 1100 LOUISIANA STREET SUITE 1000 HOUSTON, TX 77002		X				
Enterprise ETE LLC 1100 LOUISIANA STREET SUITE 1000 HOUSTON, TX 77002		X				
Enterprise Products Holdings LLC 1100 LOUISIANA STREET SUITE 1000 HOUSTON, TX 77002		X				

2 Reporting Owners

Enterprise Products OLPGP, Inc. 1100 LOUISIANA STREET SUITE 1000

X

HOUSTON, TX 77002

Enterprise Products Operating LLC 1100 LOUISIANA STREET SUITE 1000

X

HOUSTON, TX 77002

ENTERPRISE PRODUCTS PARTNERS L P 1100 LOUISIANA STREET SUITE 1000

X

HOUSTON, TX 77002

Signatures

Stephanie C. Hildebrandt, on behalf of Enterprise Products Partners L.P., Enterprise Products Operating LLC, Enterprise Products OLPGP, Inc., Enterprise Products Holdings LLC, and Enterprise ETE LLC, and Attorney-in-Fact on behalf of Randa Duncan Williams

07/22/2011

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

These Common Units were disposed of in a privately negotiated sale. The remaining Common Units described in Column 5 are owned directly by Enterprise ETE LLC ("Enterprise ETE"), a wholly owned subsidiary of Enterprise Products Operating LLC ("EPO"). EPO is an indirect wholly owned subsidiary of Enterprise Products Partners L.P. ("EPD") and currently owns 100% of the membership interests

- in Enterprise ETE. Enterprise Products OLPGP, Inc. ("Enterprise OLPGP") owns 0.001% of the membership interests in EPO. EPD owns 100% of the equity interests in Enterprise OLPGP and 99.999% of the membership interests in EPO. Enterprise Products Holdings LLC, the general partner of EPD, owns the non-economic general partner interest in EPD.
- These Common Units are owned directly by the Estate of Dan L. Duncan, deceased (the "Estate"). Ms. Williams is a beneficiary of the

 (2) Estate and was appointed a co-executor of the Estate on April 27, 2010. Ms. Williams disclaims any ownership of these securities, except to the extent of her pecuniary interest.
- These Common Units are owned directly by DD Securities LLC ("DD Securities"). DD Securities is a wholly owned subsidiary of the (3) Estate. Ms. Williams is a beneficiary of the Estate and was appointed a co-executor of the Estate on April 27, 2010. Ms. Williams disclaims any ownership of these securities, except to the extent of her pecuniary interest.
- (4) The power of attorney under which this form was signed is on file with the Commission.

Remarks:

Transaction Code S - Open market or private sale of non-derivative or derivative security

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 3