### Edgar Filing: Constellation Energy Partners LLC - Form 4/A

Constellation Energy Partners LLC Form 4/A November 02, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB APPROVAL				
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check the check	ck this box									January 31, 2005	
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).								verage			
(Print or Type	Responses)										
HOLDINGS INC			2. Issuer Name <b>and</b> Ticker or Trading Symbol Constellation Energy Partners LLC [CEP]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 745 SEVENTH AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 10/12/2007					Director    X 10% Owner       Officer (give title below)     Other (specify below)			
(Street) NEW YORK, NY 10019			Filed(Month/Day/Year) 10/15/2007					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secur	rities Acqu	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ed Date, if	3. Transactic Code (Instr. 8)		ies Ac ed of (	quired (A) (D)	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)	
Common Units	10/12/2007			S	21,100 (1)	D	\$ 36.5501	1,574,686 <u>(1)</u>	I	See Footnote $(2)$	

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.

 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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# **Reporting Owners**

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
LEHMAN BROTHERS HO 745 SEVENTH AVENUE NEW YORK, NY 10019		Х					
Signatures							
/s/ Barrett S. DiPaolo	11/02/2007						

<u>\*\*</u>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).
- (1) The Reporting Person is amending the Form 4 originally filed to correct the number of securities sold.
- (2) By indirect, wholly-owned subsidiaries of the Reporting Person: 429,100 shares held by Lehman Brothers Inc. and 1,145,586 shares held by Lehman Brothers MLP Opportunity Fund LP.

#### **Remarks:**

Joint Filer Information Title of Derivative Securities: Common Stock Issuer & Ticker Symbol: Constellation Energy Partners

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.