FORM 4

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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* WILLIAMS WALTER L			2. Issuer Name and Ticker or Trading Symbol CHENIERE ENERGY INC [LNG]				5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director						
(Last) (First) (Middle) 3711 SAN FELIPE, 15 C			3. Date of Earliest Transaction (Month/Day/Year) 02/02/2004											
(Street) HOUSTON, TX 77027			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person						
(City) (State) (Zip)			Table I - Non-Derivative Securities Acqu				Acquir	uired, Disposed of, or Beneficially Owned						
1.Title of Security 2. Transac Date (Month/D			2A. Deemed Execution Date, if any	(Instr. 8)	(A) or Disposed of (I			(D) l	(D) Beneficially Owned Following Reported Transaction(s)		Collowing (s)	Ownership o Form:	Beneficial	
				(Month/Day/Year)	Code	V An		(A) or (D)	Price	or Ii		or Indirect	Ownership (Instr. 4)	
Common stoc	ck	02/0	02/2004		A	40	,000	A	0	107,500)		D (1)	
Reminder: Repor	ort on a separate	line for each	class of securi	ities beneficially ov		Persons containe	who red in th	his forn	n are	not requ		spond unle	ss	474 (9-02)
Reminder: Repor	ort on a separate	line for each	Table II - I	Derivative Securiti	es Acquir	Persons containe the form	who red in the display	his forn ays a c or Bene	n are urren ficially	not requ tly valid	uired to res		ss	474 (9-02)
1. Title of 2. Derivative Conv Security (Instr. 3)	aversion Date (Month e of ivative		Table II - I	Derivative Securities, puts, calls, was ten if Transaction Code (Instr. 8)	ies Acquir arrants, op	Persons contained the form ed, Dispositions, con 6. Date I and Expi (Month/I	who red in the displayed of, overtible exercisaration I	his formals and a company or Bene le securion ble Date	ficially ties) 7. Tit Amou Unde Secur	not requ tly valid y Owned le and ant of rlying	OMB conf	spond unle	f 10. Ownersh Form of Derivativ Security: Direct (E or Indirec	11. Nat of Indin Benefic Owners (Instr. 4

Reporting Owners

	B 41 0 V /		Relationships					
ŀ	Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
3711	LIAMS WALTER L I SAN FELIPE, 15 C JSTON, TX 77027	X		Vice Chairman				

Signatures

Walter L. Williams	02/02/2004
**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) Mr. Williams' holdings include 10,000 shares owned by his wife.

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.