FORM 8-K

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FILER

CHENIERE ENERGY INC

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 5, 2006

CHENIERE ENERGY, INC.
(Exact name of registrant as specified in its charter)

Delaware	1-16383	95-4352386
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

717 Texas Avenue Suite 3100 Houston, Texas	77002
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (713) 659-1361

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.14d-2(b))
[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02. Results of Operations and Financial Conditions

On May 5, 2006, Cheniere Energy, Inc. (the "Company") issued a press release announcing the Company's results of operations for the first quarter ended March 31, 2006. The press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein in its entirety.

The information included in this Item 2.02 of Current Report on Form 8-K, including the attached Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 8.01 Other Events

On May 5, 2006, the Company issued a press release announcing that the Federal Energy Regulatory Commission ("FERC") issued the Final Environmental Impact Statement for Creole Trail LNG, L.P. and Creole Trail Pipeline Company. The press release is attached hereto as Exhibit 99.2 to this Current Report on Form 8-K and is incorporated herein in its entirety.

On May 5, 2006, the Company issued a press release announcing that FERC issued an Environmental Assessment for the expansion of the Company's liquefied natural gas receiving terminal currently under construction in western Cameron Parish, Louisiana on the Sabine Pass Channel. The press release is attached hereto as Exhibit 99.3 to this Current Report on Form 8-K and is incorporated herein in its entirety.

Item 9.01. Financial Statements and Exhibits.

c) Exhibits

Exhibit Number	Description
99.1	Press Release, dated May 5, 2006 (filed herewith).
99.2	Press Release, dated May 5, 2006 (filed herewith).
99.3	Press Release, dated May 5, 2006 (filed herewith).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHENIERE ENERGY, INC.

Date: May 5, 2006

By: /s/ Don A. Turkleson

Name: Don A. Turkleson
Title: Senior Vice President and Chief Financial Officer

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release, dated May 5, 2006 (filed herewith).
99.2	Press Release, dated May 5, 2006 (filed herewith)
99.3	Press Release, dated May 5, 2006 (filed herewith)

Exhibit 99.1

Cheniere Energy Reports First Quarter 2006 Results

HOUSTON--(BUSINESS WIRE)--May 5, 2006--Cheniere Energy, Inc. (AMEX:LNG) reported a net loss of $15.8 million, or $0.29 per basic and diluted share for the first quarter of 2006, compared to a net loss of $9.4 million, or $0.18 per basic and diluted share during the corresponding period in 2005. The major factors contributing to the net loss during the first quarter of 2006 were LNG terminal and pipeline development expenses of $8.3 million, including $.8 million of non-cash compensation expense relating to stock options, general and administrative expenses of $13.2 million including $3.5 million of non-cash compensation expense relating to stock options, and interest expense of $11.1 million. These factors were partially offset by interest income of $9.5 million and a tax benefit of $7.4 million. The comparable factors for the corresponding prior-year period were LNG receiving terminal development expenses of $5.4 million and general and administrative expenses of $5 million.

Cheniere Energy's working capital at March 31, 2006 was $807.1 million, compared with $810.1 million at December 31, 2005. The change was primarily the result of working capital used for the construction of Phase 1 of the Sabine Pass LNG receiving terminal and working capital used in operating activities. These were offset by $70 million borrowed under the Sabine Pass Credit Facility.

As of January 1, 2006, Cheniere Energy adopted SFAS No. 123R, Share-Based Payment, which requires that all share-based payments to employees be recognized in the financial statements based on their fair value at the date of grant. As a result, Cheniere recorded $4.3 million of non-cash compensation expense related to stock options in the first quarter of 2006.

For additional information please refer to the Cheniere Energy, Inc. Quarterly Report on Form 10-Q for the period ended March 31, 2006, filed with the Securities and Exchange Commission.

Cheniere Energy, Inc.

Cheniere Energy is developing a platform of three, 100% owned LNG receiving terminal projects along the U.S. Gulf Coast. The three terminals will have an aggregate send-out capacity of 9.9 billion cubic feet of natural gas per day. Cheniere plans to leverage its terminal platform by pursuing related LNG business opportunities both upstream and downstream of the terminals. Cheniere is also the founder and holds a 30% limited partner interest in a fourth LNG receiving terminal, is a partner in an LNG shipping venture, and engages in oil and gas exploration in the shallow waters of the U.S. Gulf of Mexico.

Cheniere is based in Houston, Texas, with offices in Johnson Bayou, Louisiana, and Paris, France. Additional information about Cheniere may be found on the company's Web site at www.cheniere.com.

This press release contains certain statements that may include "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of historical facts, included herein are "forward-looking statements." Included among "forward-looking statements" are, among other things, (i) statements regarding Cheniere's business strategy, plans and objectives and (ii) statements expressing beliefs and expectations regarding the development of Cheniere's LNG receiving terminal business. Although Cheniere believes that the expectations reflected in these forward-looking statements are reasonable, they do involve assumptions, risks and uncertainties, and these expectations may prove to be incorrect. Cheniere's actual results could differ materially from those anticipated in these forward-looking statements as a result of a variety of factors, including those discussed in Cheniere's periodic reports that are filed with and available from the Securities and Exchange Commission. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Other than as required under the securities laws, Cheniere does not assume a duty to update these forward-looking statements.

Cheniere Energy, Inc.
Selected Financial Information
(in thousands) (1)

	Three Months Ended March 31,	
	2006	2005
		(as adjusted)(2)
Revenues	$422	$737
Operating costs and expenses		
LNG receiving terminal and pipeline development expenses	8,313	5,424
Exploration costs	838	542
Oil and gas production costs	51	56
Depreciation, depletion and amortization	606	205
General and administrative expenses	13,181	4,990
Total operating costs and expenses	22,989	11,217
Loss from operations	(22,567)	(10,480)

Equity in net loss of limited partnership	--	(844)
Derivative gain	761	--
Interest expense	(11,138)	--
Interest income	9,544	1,793
Other income	176	--
Income tax benefit	7,413	--
Minority interest	--	97
Net loss	$(15,811)	$(9,434)
Net loss per common share--basic and diluted	$(0.29)	$(0.18)
Weighted average number of common shares outstanding--basic and diluted	54,217	52,364

	March 31, 2006	December 31, 2005
	(unaudited)	(as adjusted)(1)
Cash and cash equivalents	$678,098	$692,592
Restricted cash and cash equivalents	144,948	160,885
Advances to EPC contractor	--	8,087
Other current assets	16,751	9,899
Non-current restricted cash and cash equivalents	15,234	16,500
Property, plant and equipment, net	341,695	280,106
Debt issuance costs, net	41,297	43,008
Goodwill	76,844	76,844
Other assets	17,484	2,226
Total assets	$1,332,351	$1,290,147
Current liabilities	$32,731	$61,322
Long-term debt	986,000	917,500
Deferred revenue	41,000	41,000
Other liabilities and minority interest	--	1,784
Stockholders' equity	272,620	268,541
Total liabilities and stockholders'		

equity	$1,332,351	$1,290,147
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(1) Please refer to Cheniere Energy, Inc. Quarterly Report on Form 10-Q for the period ended March 31, 2006, filed with the Securities and Exchange Commission.

(2) Effective January 1, 2006, Cheniere converted from the full cost method of accounting to the successful efforts method of accounting for its investment in oil and gas properties. The change in accounting methods constitutes a "Change in Accounting Principle," requiring that all prior period financial statements be adjusted to reflect the results and balances that would have been reported had the company been following the successful efforts method of accounting from its inception. The cumulative effect of the change in accounting method as of December 31, 2005 was to reduce the balance of our net investment in oil and gas properties and retained earnings by $18.0 million. The change in accounting methods resulted in a net loss increase of $219,000, or $0.00 per basic and diluted share for the first quarter in 2005. The change in method of accounting has no impact on cash or working capital.

CONTACT: Cheniere Energy, Inc., Houston
David Castaneda, 713-265-0202
or
Christina Cavarretta, 713-265-0208

Exhibit 99.2

Federal Energy Regulatory Commission Issues Cheniere's Creole Trail LNG Receiving Terminal Final Environmental Impact Statement

HOUSTON--(BUSINESS WIRE)--May 5, 2006--Cheniere Energy, Inc. (AMEX:LNG) reported today that the Federal Energy Regulatory Commission (FERC) has issued the Final Environmental Impact Statement for Cheniere's Creole Trail LNG, L.P. and Cheniere's Creole Trail Pipeline Company projects.

The FERC Staff concludes that approval of the Creole Trail LNG Receiving Terminal and Pipeline projects, with appropriate mitigating measures as recommended, would have limited adverse environmental impact.

Cheniere initiated FERC's National Environmental Policy Act pre-filing process for these projects in January 2005, and submitted applications to FERC for authorization to site, construct and operate the projects in May 2005.

The Creole Trail LNG receiving terminal will be located at the mouth of the Calcasieu Channel in Cameron Parish, Louisiana. The facility is designed with LNG regasification capacity of 3.3 billion cubic feet per day (Bcf/d), two unloading docks capable of handling up to 250,000 cubic meter LNG shipping vessels, and four 160,000 cubic meter tanks capable of holding 13.5 Bcf equivalent of LNG.

Cheniere Energy, Inc.

Cheniere Energy is developing a platform of three, 100% owned LNG receiving terminal projects along the U.S. Gulf Coast. The three terminals will have an aggregate send-out capacity of 9.9 billion cubic feet of natural gas per day. Cheniere plans to leverage its terminal platform by pursuing related LNG business opportunities both upstream and downstream of the terminals. Cheniere is also the founder and holds a 30% limited partner interest in a fourth LNG receiving terminal, is a partner in an LNG shipping venture, and engages in oil and gas exploration in the shallow waters of the U.S. Gulf of Mexico.

Cheniere is based in Houston, Texas, with offices in Johnson Bayou, Louisiana, and Paris, France. Additional information about Cheniere may be found on the company's Web site at www.cheniere.com.

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Cheniere believes that the expectations reflected in these forward-looking statements are reasonable, they do involve assumptions, risks and uncertainties, and these expectations may prove to be incorrect. Cheniere's actual results could differ materially from those anticipated in these forward-looking statements as a result of a variety of factors, including those discussed in Cheniere's periodic reports that are filed with and available from the Securities and Exchange Commission. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Other than as required under the securities laws, Cheniere does not assume a duty to update these forward-looking statements.

CONTACT: Cheniere Energy, Inc., Houston
Investor Relations
David Castaneda, 713-265-0202
or
Christina Cavarretta, 713-265-0208

Exhibit 99.3

Federal Energy Regulatory Commission Issues Environmental Assessment for Cheniere's Sabine Pass LNG Receiving Terminal Phase II Expansion

HOUSTON--(BUSINESS WIRE)--May 5, 2006--Cheniere Energy, Inc. (AMEX:LNG) reported today that the Federal Energy Regulatory Commission (FERC) has issued an Environmental Assessment for the expansion of Cheniere's Sabine Pass liquefied natural gas (LNG) receiving terminal which is currently under construction in Cameron Parish, Louisiana. In July 2005, Sabine Pass LNG L.P. submitted an application to the FERC under Section 3 of the Natural Gas Act seeking authorization to expand the capacity of the terminal from 2.6 billion cubic feet per day (Bcf/d) to 4 Bcf/d.

The FERC Staff concludes in the Environmental Assessment that approval of the expansion of the terminal, with appropriate mitigating measures as recommended, would not constitute a major federal action significantly affecting the quality of the human environment.

Sabine Pass LNG, L.P. received authorization from the FERC for Phase I of its Cameron Parish receiving terminal facility in December 2004 and commenced construction in March 2005. Start-up of Phase I is targeted for early 2008 and Phase II in 2009.

Phase I of the Sabine Pass LNG receiving terminal is designed with regasification capacity of 2.6 Bcf/d, two unloading docks and three storage tanks capable of holding 10 Bcf equivalent of LNG. The Phase II expansion calls for construction of three additional tanks with another 10 Bcf of storage and 1.4 Bcf/d of additional regasification capacity.

The project's capacity holders are Total LNG USA, Inc., a subsidiary of Total S.A., with a reservation of 1 Bcf/d for 20 years, Chevron USA Inc., a subsidiary of the Chevron Corporation, with a reservation 1 Bcf/d for 20 years and Cheniere LNG Marketing a subsidiary of Cheniere Energy, Inc. with a reservation of 1.5 Bcf/d for 20 years.

Cheniere Energy, Inc.

Cheniere Energy is developing a platform of three, 100% owned LNG receiving terminal projects along the U.S. Gulf Coast. The three terminals will have an aggregate send-out capacity of 9.9 Bcf/d. Cheniere Energy plans to leverage its terminal platform by pursuing related LNG business opportunities both upstream and downstream of the terminals. Cheniere Energy is also the founder and holds a 30% limited partner interest in a fourth LNG receiving terminal, is a partner in an LNG shipping venture, and engages in oil and gas exploration in the shallow waters of the U.S. Gulf of Mexico.

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