### Edgar Filing: Firth Robert R - Form 4

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Firth Robert R Form 4												
March 18, 200	8											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									-	OMB APPROVAL		
Chealt this b		SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287			
Check this b if no longer subject to Section 16. Form 4 or Form 5 obligations may continu <i>See</i> Instruct 1(b).	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940							Expires: Estimated a burden hou response	irs per			
(Print or Type Res	ponses)											
			2. Issuer Name and Ticker or Trading Symbol ATLAS PIPELINE PARTNERS LP [APL]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				e of Earliest Transaction th/Day/Year) 5/2008					Director 10% Owner X Officer (give title Other (specify below) below) President of APL Mid-Continent			
	(Street) 4. If Amendment, Date Origina Filed(Month/Day/Year)				e Original		<ol> <li>6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person</li> </ol>					
MOON TOW	NSHIP, PA 151	08							Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Nor	ı-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
	2. Transaction Data Month/Day/Year)	Transaction Date 2A. Deemed both/Day/Year) Execution Date, if any (Month/Day/Year)			8)	4. Securi nAcquired Disposed (Instr. 3, Amount	l (A) o l of (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	03/16/2008			М		750	A	<u>(1)</u>	18,200	D		

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

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# 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. Transactic Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price o Derivativ Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	(1)	03/16/2008		М	750	(1)	(1)	Common Units	750	<u>(1)</u>

## **Reporting Owners**

Reporting Owner Name / Address		Relationships						
F B	Director	10% Owner	Officer	Other				
Firth Robert R WESTPOINTE CORPORATE CENTER ONE 1550 CORAOPOLIS HEIGHTS RD. 2ND FLOOR MOON TOWNSHIP, PA 15108			President of APL Mid-Continent					
Signatures								
Lisa Washington, 03/18/2008 Attorney-in-Fact								

<u>\*\*</u>Signature of Reporting Person

### **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).

Date

The undersigned is a participant in the Atlas Pipeline Partners, L.P. (the "Partnership") Long-Term Incentive Plan (the "Plan"). The undersigned received 3,000 phantom units, with distribution equivalent rights, under the Plan on March 16, 2005. Each phantom unit

(1) undersigned received 5,000 phantom units, with distribution equivalent rights, under the Fian on March 10, 2003. Each phantom unit represents the right to receive, upon vesting, one common unit of limited partner interest of the Partnership. The phantom units in the Plan vest 25% per year. The units are receivable without additional consideration.

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.