## Edgar Filing: Clifford Curtis D - Form 4

Clifford Curti Form 4												
October 12, 2 FORM	Л										OMB APPROVAL B 3235-0283	
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	r <b>STATI</b> Filed p snue. Section 1	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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 20(b) of the Investment Company Act of 1040								Expires: Estimated a burden hou response	xpires: January 31, 2005 stimated average urden hours per	
(Print or Type Ro	esponses)											
Clifford Curtis D Symbol				er Name <b>and</b> Ticker or Trading S PIPELINE PARTNERS LP					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)         (First)         (Middle)         3. Date of (Month/D)           1845 WALNUT STREET, 10TH         10/07/20           FLOOR         10/07/20				-					Officer (give titleOther (specify below) below)			
	(Street) 4. If Amend Filed(Month				ndment, Date Original h/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
PHILADELF	PHIA, PA 191	03							Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non	-De	erivative S	ecuri	ties Aco	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price			)	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	10/07/2011			М		249	A	<u>(1)</u>	2,709	D		

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)

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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. Transactiv Code (Instr. 8)	5. Number on of 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	<u>(1)</u>	10/07/2011		М	249	<u>(1)</u>	(1)	Common Units	249	<u>(1)</u>

## **Reporting Owners**

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Clifford Curtis D 1845 WALNUT STREET, 10TH FLOOI PHILADELPHIA, PA 19103	R X							
Signatures								
Gerald R. Shrader, Attorney-in-Fact	10/12/2011							
**Signature of Reporting Person	Date							
Explanation of Respon	6061							

## **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).

The reporting person is a participant in the Atlas Pipeline Partners, L.P. (the "Partnership") 2010 Long Term Incentive Plan (the "Plan"). The reporting person received 998 phantom units under the Plan on October 7, 2010. Each phantom unit represents the right to receive,

(1) The reporting person received 998 phantom units under the Flan on October 7, 2010. Each phantom unit represents the light to receive, upon vesting, either one common unit of limited partner interest of the Partnership or its then fair market value in cash. The phantom units 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.