

Ouimet Matthew A
 Form 4
 June 22, 2011

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Ouimet Matthew A

2. Issuer Name and Ticker or Trading Symbol
 CEDAR FAIR L P [FUN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 06/20/2011

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 President

PO BOX 3232

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

ANAHEIM, CA 92803

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. D

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3 and 4)	(Instr. 3 and 4)	(Instr. 3 and 4)	(Instr. 3 and 4)	(Instr. 3 and 4)	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Units	(1)	06/20/2011	A		54,201		06/20/2014(2)	(2)	Units of Limited Partner Interest	54,201

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ouimet Matthew A PO BOX 3232 ANAHEIM, CA 92803			President	

Signatures

Matthew A.
Ouimet
06/22/2011

**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) Each phantom unit is the economic equivalent of one limited partner unit in Cedar Fair, L.P.
- (2) This award vests in two equal installments on June 20, 2014 and 2015, respectively, assuming the grantee continues to be employed with the Company.

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.

----- Net interest margin before provision for loan losses 9,870
12,371 38,971 49,153 Provision for loan losses (7,367) (12,191) (37,082) (28,483) -----
----- Net interest margin 2,503 180 1,889 20,670 Impairment charges (11,873) (8,924) (16,355)
(18,477) (Loss) gain on sale of investments, net (224) (66) 1,555 (150) Trading losses - - - (3,307) Other 266 (6) 436
1,397 General and administrative expenses (2,336) (2,749) (8,632) (9,493) -----
----- Net loss (11,664) (11,565) (21,107) (9,360) Preferred stock (charge) benefit (1,192) (2,397) 6,847 (9,586)
----- Net loss to common shareholders \$ (12,856) \$ (13,962) \$ (14,260) \$
(18,946) ===== Change in net unrealized
loss during the period on: Investments classified as available-for-sale (861) 1,726 115 (3,670) Hedge instruments 945
(883) 836 (4,461) ----- Comprehensive loss \$ (11,580) \$ (10,722) \$
(20,156) \$ (17,491) ===== Net loss per
common share Basic and diluted \$ (1.18) \$ (1.28) \$ (1.31) \$ (1.74) =====
===== DYNEX CAPITAL, INC. Consolidated Balance Sheets (Thousands except

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per share data) (unaudited) December 31, -----	2003	2002	-----
ASSETS Cash and cash equivalents \$ 7,386 \$ 15,077 Other assets 7,174 4,912 -----			14,560
19,989 ----- Investments: Securitized finance receivables: Loans, net 1,518,613 1,787,254 Debt securities, available for sale 255,580 328,674 Other investments 37,903 54,322 Securities 30,275 6,208 Other loans 8,304 9,288 -----			1,850,675 2,185,746 -----
=====			\$ 1,865,235 \$ 2,205,735
===== LIABILITIES AND SHAREHOLDERS' EQUITY LIABILITIES:			
Non-recourse securitization financing \$ 1,679,830 \$ 1,980,702 Repurchase agreements 23,884 - Senior Notes 10,049 - Other liabilities 1,626 1,612 -----			1,715,389 1,982,314 -----
SHAREHOLDERS' EQUITY: Preferred stock 47,014 94,586 Common stock 109 109 Additional paid-in capital 360,684 364,743 Accumulated other comprehensive loss (3,882) (4,832) Accumulated deficit (254,079) (231,185) -----			149,846 223,421 -----
=====			\$ 1,865,235 \$ 2,205,735
===== Preferred dividends in arrears \$ 18,464 \$ 31,157 =====			
===== Book value per common share (inclusive of dividends in arrears) \$ 7.55 \$ 8.57			
=====			