LUGAR DAVID L Form 4

January 26, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

January 31,

Expires:

2005

0.5

response...

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *LUGAR DAVID L			2. Issuer Name and Ticker or Trading Symbol AMERIGAS PARTNERS LP [APU]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) ((Mor	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2006				Director 10% Owner X Officer (give title Other (specify below)				
	(Street)	Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(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, any (Month/Day/Yea	Code	4. Securities ionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or 7 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)			

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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and
(Instr. 3)	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative		Expiration Date
	or Exercise		any	Code	Securities	(Month/Day/Year)

7. Title a Underlyi (Instr. 3

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Price of (Month/Day/Year) (Instr. 8) Acquired Derivative (A) or Security Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D)

APU

Date

Exercisable

Performance-contingent restricted Units

<u>(1)</u> 01/25/2006

1,250

D

(1) 12/31/2005 Comm

Date

Expiration

Title

Units

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LUGAR DAVID L

Vice President - AmeriGas

Signatures

By: Margaret M. Calabrese For: David L.

Lugar

Date

01/26/2006

**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).
- (1) Effective January 1, 2003, the reporting person was granted performance-contingent restricted APU Common Units that were previously reported. Because the performance criteria were not satisfied, this portion of the restricted Units is forfeited.

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.

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