LUBAR SHELDON B

Form 4

February 16, 2011

FORM 4

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

OMB Number: 3235-0287

Check this box
if no longer

White to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005

OMB APPROVAL

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

SECURITIES

Estimated average burden hours per response... 0.5

Form 5
obligations
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 A	Address of Repor IELDON B	ting Person *	2. Issuer Name and Ticker or Trading Symbol STAR GAS PARTNERS LP [SGU]	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)				
700 NORTH WATER ST SUITE 1200		, ,	(Month/Day/Year) 02/15/2011	_X_ Director 10% Owner Officer (give title Other (specify below)				
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
MILWAUKEE, WI 53202			Filed(Month/Day/Year)	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 Ac	quired, Disposed of, or Beneficially Owned				
1 Title of	2 Transaction	Date 24 Dec	emed 3 4 Securities Acquired	5 Amount of 6 Ownership 7 Nature of				

(City)	(State) (Z	Zip) Table	I - Non-D	erivative S	Securi	ties Acq	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securion(A) or Di (D) (Instr. 3,	spose 4 and	d of	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Units	02/15/2011		P	1,100	A	\$ 5.4	1,100	I	Note (1)
Common Units	02/15/2011		P	100	A	\$ 5.36	1,200	I	Note (1)
Common Units	02/15/2011		P	6,500	A	\$ 5.39	7,700	I	Note (1)
Common Units	02/15/2011		P	6,244	A	\$ 5.38	13,944	I	Note (1)
Common Units	02/15/2011		P	1,700	A	\$ 5.37	15,644	I	Note (1)

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Common Units	02/15/2011	P	800	A	\$ 5.35	16,444	I	Note (1)
Common Units	02/15/2011	P	100	A	\$ 5.32	16,544	I	Note (1)
Common Units	02/15/2011	P	300	A	\$ 5.31	16,844	I	Note (1)
Common Units	02/15/2011	P	6,600	A	\$ 5.33	23,444	I	Note (1)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.		5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ction	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code		of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Derivative	e		Secur	ities	(Instr. 5)
	Derivative					Securities			(Instr.	3 and 4)	
	Security					Acquired					
						(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
										Amount	
										Amount	
							Date	Expiration	Title	or Number	
							Exercisable	Date	Title	of	
				Code	17	(A) (D)				Shares	
				Code	V	(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
LUDAD CHELDON D								

LUBAR SHELDON B 700 NORTH WATER ST SUITE 1200 X MILWAUKEE, WI 53202

Signatures

/s/ Sheldon B.

Lubar 02/16/2011 **Signature of Date Reporting Person

2 Reporting Owners

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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).
 - These securities are directly owned by Lubar Equity Fund, LLC. The reporting person is a director and officer of Lubar & Co. Incorporated, which is the sole manager of Lubar Equity Fund, LLC, whose owners include the reporting person, members of the
- reporting person's family and other legal entities that are associated with or controlled by the reporting person and members of the reporting person's family. Mr. Lubar disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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.