## Edgar Filing: FREDERICKSON PHILIP L - Form 4

FREDERIC Form 4 April 01, 20	CKSON PHILIP L												
FORM	ЛЛ										OMB A	PPROV	AL
Check t	UNITED	STATES		RITIES A				GE	COMMISSI	ON	OMB Number:		-0287
if no lor subject Section Form 4	nger to <b>STATEN</b> 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires: Estimated average burden hours per response		0.5 iry 31,	
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(	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 <u>*</u> FREDERICKSON PHILIP L			2. Issuer Name <b>and</b> Ticker or Trading Symbol SUNOCO LOGISTICS PARTNERS L.P. [SXL]				<ul><li>5. Relationship of Reporting Person(s) to Issuer</li><li>S (Check all applicable)</li></ul>						
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/31/2009				X_ Director 10% Owner Officer (give title Other (specify below)						
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
PHILADE	LPHIA, PA 19103	3-7583									ore than One R		
(City)	(State)	(Zip)	Tab	ole I - Non-	-Der	ivative	Securiti	ies Ac	cquired, Dispose	ed of,	or Beneficia	lly Owne	ed
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution l any				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Fo (D (I)	Ownership rm: Direct ) or Indirect (str. 4)		al 11p			
Reminder: Re	port on a separate line	e for each cla	uss of sec	Code V urities bene		ally owr Perso inform	ned direct ns who nation c	ctly or resp conta	oond to the co ined in this fo	orm a	re not	SEC 1474 (9-02)	
							ys a cu		nd unless the tly valid OMB				

 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. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivat
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Securit

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Securi Acqui (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4,					(Instr. :
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Units	(1)	03/31/2009		A <u>(2)</u>		193		(3)	(3)	Common Units	193	\$ 53.(
Voluntary Deferred Restricted Units	(1)	03/31/2009		A <u>(4)</u>		193		(3)	(3)	Common Units	193	\$ 53.0

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationsh		
	Director	10% Owner	Officer	Other
FREDERICKSON PHILIP L 1735 MARKET STREET	х			
PHILADELPHIA, PA 19103-7583	Λ			
Signatures				
/s/ Marci K. Donnelly, attorney-in-f Frederickson	fact for Pl	nilip L.		04/01/2009
<u>**</u> Signature of Reporting	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) The conversion rate is 1 for 1.
- (2) Reflects crediting of Restricted Units into the Director's Mandatory Deferred Compensation Account pursuant to the Directors' Deferred Compensation Plan, in a transaction exempt under Rule 16b-3(d).
- (3) Not Applicable
- (4) Reflects crediting of Restricted Units into the Director's Voluntary Deferred Compensation Account pursuant to the Directors' Deferred Compensation Plan, in a transaction exempt under Rule 16b-3(d).

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.