

STAR GAS PARTNERS LP  
Form 8-K  
December 15, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported) December 11, 2006**

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**STAR GAS PARTNERS, L.P.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction

of incorporation)

**011-14129**  
(Commission File Number)

**2187 Atlantic Street, Stamford, CT 06902**

(Address of principal executive offices)(Zip Code)

**06-1437793**  
(IRS Employer

Identification No.)

**Registrant's telephone number, including area code (203) 328-7310**

**Not Applicable**

(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On December 11, 2006, the Board of Directors of Kestrel Heat LLC, a Delaware limited liability company ( Kestrel Heat ) and the general partner of Star Gas Partners, L.P., a Delaware limited partnership (the Partnership ) approved cash bonuses for the Partnership s fiscal year ended September 30, 2006 for the Partnership s chief executive officer, chief financial officer and other named executive officers as follows:

<b>Name</b>	<b>Position</b>	<b>Bonus</b>
Joseph P. Cavanaugh	Chief Executive Officer	\$ 220,000
Daniel P. Donovan	Chief Operating Officer	\$ 240,000
Richard Ambury	Chief Financial Officer	\$ 190,000
Richard G.Oakley	Vice President and Controller	\$ 50,000

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

STAR GAS PARTNERS, L.P.

By: Kestrel Heat, LLC (General Partner)

By: /s/ Richard Ambury

Name: Richard Ambury

Title: Chief Financial Officer

Date: December 15, 2006