### Edgar Filing: STAINES MICHAEL L - Form 4

STAINES MI Form 4 July 06, 2011	CHAEL L										
FORM	4 UNITE	D STATES					NGE (	COMMISSION		9PROVAL 3235-0287	
Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may contin <i>See</i> Instruc 1(b).	r STATI	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							Expires: January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type Re	esponses)										
			2. Issuer Name <b>and</b> Ticker or Trading Symbol ATLAS PIPELINE PARTNERS LP [APL]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(M			3. Date of Earliest Transaction (Month/Day/Year) 07/01/2011					X_Director10% Owner Officer (give titleOther (specify below) below)			
			ndment, Date Original hth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
PHILADELP	HIA, PA 191	03						Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution any		(Instr. 8)	Disposed	(A) o of (D 4 and (A) or	)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Units	07/01/2011			М	125	А	<u>(1)</u>	11,125	D		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

### **Reporting Owners**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of iorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	<u>(1)</u>	07/01/2011		М		125	(1)	(1)	Common Units	125	
Phantom Units	<u>(2)</u>	07/01/2011		А	1,515		(2)	(2)	Common Units	1,515	

Other

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships				
Fg	Director	10% Owner	Officer			
STAINES MICHAEL L 1845 WALNUT STREET, 10TH FLOOF PHILADELPHIA, PA 19103	e x					
Signatures						
Gerald R. Shrader, Attorney-in-Fact	07/06/2011					
<u>**</u> 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).

The reporting person is a participant in the Atlas Pipeline Partners, L.P. (the "Partnership") 2004 Long Term Incentive Plan (the "Plan"). The reporting person received 500 phantom units under the Plan on July 1, 2010. Each phantom unit represents the right to receive, upon

- (1) vesting, either one common unit of limited partner interest of the Partnership or its then fair market value in cash. The phantom units vest 25% per year. The reporting person elected to receive common units. The units are receivable without additional consideration.
- The reporting person received 1,515 phantom units under the Atlas Pipeline Partners, L.P. 2010 Long-Term Incentive Plan on July 1, (2)2011.

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.