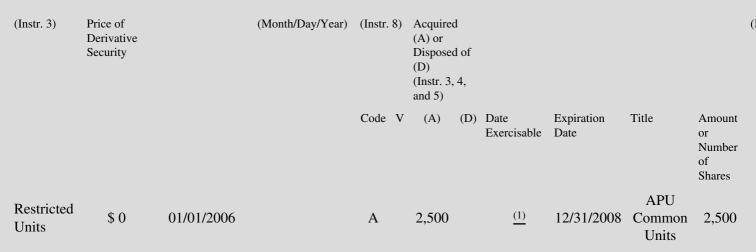
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Sheridan Je Form 4	rry E								
January 04,	2006								
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								PPROVAL	
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					N OMB Number:	3235-0287		
Check ti if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst 1(b).	nger to 16. or Filed put ons stinue.	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							January 31, 2005 average urs per . 0.5
(Print or Type	Responses)								
1. Name and Address of Reporting Person <u>*</u> Sheridan Jerry E			2. Issuer Name and Ticker or Trading Symbol AMERIGAS PARTNERS LP [APU				5. Relationship of Reporting Person(s) to IssuerJ](Check all applicable)		
(Last)	(First) (Middle)	3. Date of	of Earliest T	ransaction		(Che	ck all applicabl	6)
460 NORTH GULPH ROAD			(Month/Day/Year) 01/01/2006				Director 10% Owner X Officer (give title Other (specify below) below) Vice President-Finance & CFO		
(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		
KING OF	PRUSSIA, PA 19	406					Form filed by Person	More than One R	eporting
(City)	(State)	(Zip)	Tat	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed	(A) or of (D) 4 and 5) (A) or	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: De	nort on a senarate line	e for each al	ass of see	urities bene	ficially on	ned directly	or indirectly		
Kenninder: Ke	port on a separate lind			unues dene	Perso inforr requi	ons who re nation con red to resp ays a curre	spond to the colle tained in this form ond unless the for ently valid OMB co	n are not rm	SEC 1474 (9-02)

 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Ε
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Sheridan Jerry E 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406			Vice President-Finance & CFO				
Signatures							
By: Robert H. Knauss For: Jerry E. Sheridan		01/04/2006					
**Signature of Reporting Person		1	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) Effective January 1, 2006, the reporting person was granted Restricted Units. Each Restricted Unit represents the right of the recipient to receive a Common Unit or an amount based on the value of a Common Unit, if specified performance goals and other conditions are met.

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.