DORCHESTER MINERALS LP

Form 4

September 02, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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See Instruction

Check this box

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

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Lucent Technologies Inc. Master

Pension Trust

2. Issuer Name and Ticker or Trading

Symbol

DORCHESTER MINERALS LP

[DMLP]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

Director X__ 10% Owner Officer (give title below)

_ Other (specify

600 MOUNTAIN AVENUE, ROOM 08/31/2005

7D-523

(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 Form filed by More than One Reporting

MURRAY HILL, NJ 07974

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquiaction(A) or Disposed of (Instr. 3, 4 and 5) 8) (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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Units	08/31/2005		S	1,290 (1)	D	Price \$ 26.51	3,376,235 (2)	D	
Common Units	08/31/2005		S	553 (3)	D	\$ 26.54	3,375,682 <u>(4)</u>	D	
Common Units	08/31/2005		S	368 (5)	D	\$ 26.67	3,375,314	D	
Common Units	09/01/2005		S	2,211 (6)	D	\$ 26.545	3,373,103 (7)	D	
Common Units	09/01/2005		S	737 (8)	D	\$ 26.63	3,372,366 (9)	D	

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Common Units	09/01/2005	S	1,106 (10)	D	\$ 26.65 \(\frac{3,371,260}{(11)} \)	D
Common Units	09/01/2005	S	1,843 (12)	D	\$ 26.62 3,369,417	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.

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

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. Transa Code (Instr.	8)	5. Mumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Keiationsnips					
	Director	10% Owner	Officer	Other		
Lucent Technologies Inc. Master Pension Trust 600 MOUNTAIN AVENUE ROOM 7D-523 MURRAY HILL, NJ 07974		X				

Signatures

Eli Krupnik, Atty
in Fact

**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).

Reporting Owners 2

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- (1) Reporting person was actually allocated 1289.75 common units at \$26.51 (out of total 2,211 common units sold in three transactions on 8/31/05 as reported herein)
- (2) After allocation in footnote 1, common units owned by the Reporting Person would have been 3,376,235.25
- (3) Reporting Person was actually allocated 552.75 common units at \$26.54 (out of total 2,211 common units sold in three transactions on 8/31/05 as reported herein)
- (4) After allocation in footnote 3, common units owned by the Reporting Person would have been 3,375,682.50
- (5) Reporting person was actually allocated 368.5 common units at \$26.67 (out of total 2,211 common units sold in three transactions on 8/31/05 as reported herein)
- (6) Reporting Person was actually allocated 2211.375 common units at \$26.545 (out of total 5,897 common units sold in four transactions on 9/1/05 as reported herein)
- (7) After allocation in footnote 6, common units owned by the Reporting Person would have been 3,373,102.625
- (8) Reporting Person was actually allocated 737.125 common units at \$26.63 (out of total 5,897 common units sold in four transactions on 9/1/05 as reported herein)
- (9) After allocation in footnote 8, common units owned by the Reporting Person would have been 3,372,365.5
- (10) Reporting Person was actually allocated 1105.6875 common units at \$26.65 (out of total 5,897 common units sold in four transactions on 9/1/05 as reported herein)
- (11) After allocation in footnote 10, common units owned by the Reporting Person would have been 3,371,259.8125
- (12) Reporting Person was actually allocated 1842.8125 common units at \$26.62 (out of total 5,897 common units sold in four transactions on 9/1/05 as reported herein)

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.