

ALLIANCE RESOURCE PARTNERS LP

Form 4

January 08, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).**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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
CANTRELL BRIAN L2. Issuer Name and Ticker or Trading
Symbol
ALLIANCE RESOURCE
PARTNERS LP [ARLP]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1717 S. BOULDER
AVENUE, SUITE 400

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/08/2007____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
Senior VP and CFO

TULSA, OK 74119

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
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
Common Unit				(A) or (D)			
			Code	V	Amount		Price
Common Unit	01/08/2007		M		10,000	A	(3) 14,000
Common Unit	01/08/2007		F		3,381	D	\$ 33.99 10,619
						(2)	

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**SEC 1474
(9-02)

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)

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. Transaction Code (Instr. 8)	5. Number of Derivative 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. Date	9. Title	10. Amount or Number of Shares
Restricted Unit	(3)	01/08/2007		M	10,000	01/08/2007	(1)		Common Unit	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CANTRELL BRIAN L 1717 S. BOULDER AVENUE SUITE 400 TULSA, OK 74119	Senior VP and CFO

Signatures

/s/ Brian Cantrell by Mindy Kerber, pursuant to power of attorney dated July 27, 2006

01/08/2007

__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).

(1) Not applicable

(2) Upon vesting, restricted units are withheld by the Partnership for the payment of tax liability at the vesting price of \$33.99.

On December 7, 2006, the Partnership's Compensation Committee determined that the vesting requirement for the 2004 Long-Term

(3) Incentive Plan grants had been satisfied as of December 31, 2006. As a result restricted units were vested on December 31, 2006 based upon the closing price of the common units at January 3, 2007 of \$33.99.

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.