

ATLAS PIPELINE PARTNERS LP  
Form 8-K  
November 20, 2008

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

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(D) of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): November 20, 2008**

**Commission file number 1-14998**

**ATLAS PIPELINE PARTNERS, L.P.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of incorporation

or organization)

**1550 Coraopolis Heights Road, Moon Township, Pennsylvania 15108**

**23-3011077**  
(I.R.S. Employer

Identification No.)

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(Address of principal executive offices) (Zip code)

**Registrant's telephone number, including area code: (412) 262-2830**

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

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- 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© under the Exchange Act (17 CFR 240.13e-4©)

**Item 8.01 Other Events**

The unaudited consolidated balance sheet of Atlas Pipeline Partners GP, LLC as of June 30, 2008 and related notes thereto are filed as an Exhibit to this Current Report on Form 8-K. Atlas Pipeline Partners GP, LLC is the general partner of Atlas Pipeline Partners, L.P.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibit

99.1 Atlas Pipeline Partners GP, LLC balance sheet and related footnotes

**SIGNATURES**

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.

**ATLAS PIPELINE PARTNERS, LP**

By: Atlas Pipeline Partners GP, LLC, its General Partner

November 20, 2008

By: /s/ Matthew A. Jones  
Matthew A. Jones  
Chief Financial Officer