JUSTIN DAVID A Form 4

February 12, 2007

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 January 31, Expires: 2005

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OMB APPROVAL

Form 4 or Form 5 obligations

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

burden hours per response...

Estimated average

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Add JUSTIN DAV	^	ng Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			SUNOCO LOGISTICS PARTNERS LP [SXL]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner Officer (give title Other (specify		
1735 MARKET STREET			02/08/2007	below) below) Vice President		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
PHILADELPH	HIA, PA 191	03-7583	Filed(Month/Day/Year)	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 Acq	quired, Disposed of, or Beneficially Owned		

(- 3)	()	1 abi	e 1 - Non-D	erivative	Secur	ities Acqi	uirea, Disposea o	i, or Beneficial	ly Ownea
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securi			5. Amount of Securities	6. Ownership	7. Nature of Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	(D) or	Ownership
							Following	Indirect (I)	(Instr. 4)
					(A) or		Reported Transaction(s)	(Instr. 4)	
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Units	02/08/2007		M <u>(1)</u>	5,486	A	\$0	19,343	D	
Common Units	02/08/2007		F	1,749	D	\$ 55.99	17,594	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transacti Code (Instr. 8)	5. NumborDerivati Securitic Acquire Dispose (Instr. 3,	/e Expiration Date s (Month/Day/Year) l (A) or l of (D)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Units	<u>(2)</u>	02/08/2007		A <u>(1)</u>	5,486		<u>(3)</u>	(3)	Common Units	5,486
Restricted Units	<u>(2)</u>	02/08/2007		M <u>(1)</u>		5,486	(3)	(3)	Common Units	5,486

Reporting Owners

Reporting Owner Name / Address	Ke	iationsnips	

Director 10% Owner Officer Other

JUSTIN DAVID A 1735 MARKET STREET PHILADELPHIA, PA 19103-7583

Vice President

Signatures

John D. DiRocco, Jr., Attorney-in-fact for David A. Justin

02/12/2007

**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).
- (2) The conversion rate is 1 for 1.
- (1) Settlement in transaction exempt under Rule 16b-3 of restricted units granted on January 20, 2004 under the Sunoco Partners LLC Long-Term Incentive Plan ("LTIP"). Payout settled in common units at the end of the applicable performance period.
- (3) Not Applicable

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.

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