

ATLAS PIPELINE PARTNERS LP
Form 8-K
October 27, 2006

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934.

Date of Report: October 27, 2006
(Date of earliest event reported)

Atlas Pipeline Partners, L.P.
(Exact name of registrant as specified in its charter)

PA

**(State or other jurisdiction
of incorporation) 1-4998**

(Commission File Number) 23-3011077

**(IRS Employer
Identification Number)**

311 Rouser Road

(Address of principal executive offices) 15108

(Zip Code)

412-262-2830

(Registrant's telephone number, including area code)

Not Applicable

(Former Name or Former Address, if changed since last report)

Check the appropriate box below 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))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure

On October 27, 2006, Atlas Pipeline Partners, L.P. reported that it had declared a quarterly cash distribution for the third quarter 2006 of \$0.85 per common limited partner unit, payable November 14, 2006 to holders of record as of November 7, 2006.

A copy of the press release is furnished as an exhibit to this Current Report. In accordance with General Instructions B.2 of Form 8-K, the information set forth in this Item 7.01 and in the attached exhibit are deemed to be furnished and shall not be deemed to be "filed" for purposes of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Item 9.01. Financial Statements and Exhibits

(a) Financial statements:

None

(b) Pro forma financial information:

None

(c) Shell company transactions:

None

(d) Exhibits

99.1 Press Release of Atlas Pipeline Partners, L.P. dated October 27, 2006

SIGNATURE

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.

Dated: October 27, 2006

ATLAS PIPELINE PARTNERS, L.P.

By: /s/ Matthew A. Jones

Matthew A. Jones

Chief Financial Officer

Exhibit Index **Exhibit No.** **Description** 99.1 Press Release of Atlas Pipeline Partners, L.P. dated October 27, 2006