

STAR GAS PARTNERS LP
Form 8-K
January 30, 2003

**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 (Date of earliest event reported) January 29, 2003

STAR GAS PARTNERS, L.P.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

33-98490
(Commission File Number)

06-1437793
(IRS Employer Identification No.)

2187 Atlantic Street, Stamford, CT 06902
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (203) 328-7300

Not Applicable
(Former name or former address, if changed since last report.)

Item 5. Other Events

On January 29, 2003, Star Gas Partners, L.P., a Delaware limited partnership (the Partnership), issued a Press Release to announce that the Fitch Rating Service has placed the ratings of its Petro and Star Gas Propane subsidiaries on Ratings Watch Negative pending a review of the proposed \$200 million of senior notes offering by the Partnership.

Item 7. Financial Statements and Exhibits

(c) Exhibits

1. Press Release dated January 29, 2003.

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.

STAR GAS PARTNERS, L.P.
By: Star Gas LLC (General Partner)

By: /s/ JAMES BOTTIGLIERI

Name: **James
Bottiglieri**
Title: *Vice President*
Date: **January 29,
2003**