

SUNOCO LOGISTICS PARTNERS L.P.
Form 8-K
June 16, 2010

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: June 16, 2010

(Date of earliest event reported): June 16, 2010

SUNOCO LOGISTICS PARTNERS L.P.

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction
of incorporation)

(Commission
file number)

(IRS employer
identification number)

1818 Market Street, Philadelphia, PA
(Address of principal executive offices)

(215) 977-3000

19103
(Zip Code)

(Registrant's telephone number, including area code)

N/A

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

Check the appropriate box below if the Form 8-K 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(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure

On June 16, 2010, executives of Sunoco Partners LLC, the general partner of Sunoco Logistics Partners L.P. (the Partnership), presented information about the Partnership described in the slides attached to this report as Exhibit 99.1 as part of a larger Sunoco, Inc. slide presentation at an analyst conference hosted by Sunoco, Inc. in New York, NY.

Exhibit 99.1 and the slides thereof are incorporated by reference herein. These slides are also available on the Partnership's website at www.sunocologistics.com. The full Sunoco, Inc. slide presentation, including the slides referenced herein are available on Sunoco, Inc.'s website at www.sunocoinc.com.

The information in this report, being furnished pursuant to Items 7.01 and 9.01 of Form 8-K, shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that Section, and is not incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits.

99.1 Slide presentation given on June 16, 2010 by executives of Sunoco Partners LLC, the general partner of Sunoco Logistics Partners L.P.

Forward-Looking Statements

Statements contained in the exhibit to this report that state the Partnership's or its management's expectations or predictions of the future are forward-looking statements. The Partnership's actual results could differ materially from those projected in such forward-looking statements. Factors that could affect such results include those mentioned in the documents that the Partnership has filed with the Securities and Exchange Commission.

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 thereunto duly authorized.

SUNOCO LOGISTICS PARTNERS LP.

**By: Sunoco Partners LLC,
its General Partner**

**By: /s/ BRUCE D. DAVIS, JR.
Bruce D. Davis, Jr.
Vice President, General Counsel and Secretary**

June 16, 2010

Philadelphia, PA

EXHIBIT INDEX

| Exhibit No. | Exhibit |
|--------------------|---|
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