FERRELLGAS PARTNERS L P

Form 4

March 12, 2008

FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

Form 5

subject to

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

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

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FERRELL JAMES E Issuer Symbol FERRELLGAS PARTNERS L P (Check all applicable) [FGP] (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director 10% Owner _X__ Officer (give title _ Other (specify (Month/Day/Year) below) 7500 COLLEGE 03/10/2008 Chairman and Chief Executive **BOULEVARD, SUITE 1000** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting OVERLAND PARK, KS 66210 Person

(State)

(City)

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)		sed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Unit	03/10/2008		P	900	A	\$ 20.72	4,315,075	I	JEF Capital Management Inc. (1)	
Common Unit	03/10/2008		P	307	A	\$ 20.73	4,315,382	I	JEF Capital Management Inc. (1)	
Common Unit	03/10/2008		P	100	A	\$ 20.74	4,315,482	I	JEF Capital Management Inc. (1)	
Common	03/10/2008		P	400	A	\$ 20.75	4,315,882	I	JEF Capital	

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Unit								Management Inc. (1)
Common Unit	03/10/2008	P	500	A	\$ 20.76	4,316,382	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	1,400	A	\$ 20.77	4,317,782	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	893	A	\$ 20.78	4,318,675	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	200	A	\$ 20.79	4,318,875	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	100	A	\$ 20.8	4,318,975	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	200	A	\$ 20.81	4,319,175	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	576	A	\$ 20.9	4,319,751	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	100	A	\$ 20.91	4,319,851	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	500	A	\$ 20.92	4,320,351	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	1,924	A	\$ 20.93	4,322,275	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	300	A	\$ 20.95	4,322,575	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	200	A	\$ 20.9525	4,322,775	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	400	A	\$ 20.96	4,323,175	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	800	A	\$ 20.97	4,323,975	I	JEF Capital Management Inc. (1)

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Common Unit	03/10/2008	P	100	A	\$ 20.99	4,324,075	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	100	A	\$ 21	4,324,175	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	100	A	\$ 21.01	4,324,275	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	800	A	\$ 21.04	4,325,075	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	300	A	\$ 21.07	4,325,375	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	200	A	\$ 21.08	4,325,575	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	100	A	\$ 21.09	4,325,675	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	900	A	\$ 21.1	4,326,575	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	300	A	\$ 21.11	4,326,875	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	300	A	\$ 21.12	4,327,175	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	800	A	\$ 21.13	4,327,975	I	JEF Capital Management Inc. (1)
Common Unit	03/10/2008	P	200	A	\$ 21.14	4,328,175 (2)	I	JEF Capital Management Inc. (1)

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				~					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FERRELL JAMES E 7500 COLLEGE BOULEVARD SUITE 1000 OVERLAND PARK, KS 66210	X		Chairman and Chief Executive					

Signatures

/s/ James E.
Ferrell

**Signature of Reporting Person

O3/12/2008

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).
- (1) JEF Capital Management, Inc. is wholly-owned by the James E. Ferrell Revocable Trust Two for which James E. Ferrell is the trustee and sole beneficiary.
- 4,616 of these common units are held by Ferrell Resources Holdings, Inc., which is wholly-owned by the James E. Ferrell Revocable(2) Trust One, for which James E. Ferrell is the trustee and sole beneficiary. All remaining common units are held by JEF Capital Management, Inc.

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.

Reporting Owners 4