

AMERIGAS PARTNERS LP
Form 8-K
February 16, 2005

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):

February 14, 2005

AmeriGas Partners, L.P.

(Exact name of registrant as specified in its charter)

Delaware

1-13692

23-2787918

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

460 No. Gulph Road, King of Prussia,
Pennsylvania

19406

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

610 337-7000

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

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Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On February 14, 2005, Martha B. Lindsay resigned as Vice President-Finance and Chief Financial Officer of AmeriGas Propane, Inc., effective April 15, 2005. AmeriGas Propane, Inc. is the General Partner of AmeriGas Partners, L.P.

Michael J. Cuzzolina, age 59, will become Vice President-Finance and Chief Financial Officer of the General Partner effective April 16, 2005, until Ms. Lindsay's successor is named. Mr. Cuzzolina is Vice President-Accounting and Financial Control of UGI Corporation, the parent company of the General Partner (1984 to 1999; and July 2003 to present). From 1999 to 2003, Mr. Cuzzolina served as President of Flaga GmbH, a wholly owned Austrian subsidiary of UGI. Mr. Cuzzolina will continue with his responsibilities as Vice President-Accounting and Financial Control at UGI.

On February 15, 2005, the General Partner issued a press release regarding these matters, a copy of which is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

99.1 Press release dated February 15, 2005

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SIGNATURES

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.

AmeriGas Partners, L.P.

February 15, 2005

By: Eugene V.N.Bissell

*Name: Eugene V.N.Bissell
Title: President and Chief Executive Officer of AmeriGas
Propane, Inc.*

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Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release