

Bylinsky Gregory
Form 4
May 27, 2010

FORM 4

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

OMB APPROVAL

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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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Bandera Partners LLC

2. Issuer Name and Ticker or Trading Symbol
STAR GAS PARTNERS LP [SGU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
50 BROAD STREET, SUITE 1820
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/24/2010

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

NEW YORK, NY 10004

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(City) (State) (Zip)

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Units	05/24/2010		P	300 ⁽¹⁾ ₍₂₎ A \$ 4.29	7,446,895 ⁽¹⁾ ₍₂₎	I	See footnote <u>(1)</u> <u>(2)</u>
Common Units	05/25/2010		P	78,714 ⁽¹⁾ ₍₂₎ A \$ 4.2895	7,525,609 ⁽¹⁾ ₍₂₎	I	See footnote <u>(1)</u> <u>(2)</u>
Common Units	05/26/2010		P	38,200 ⁽¹⁾ ₍₂₎ A \$ 4.2998	7,563,809 ⁽¹⁾ ₍₂₎	I	See footnote <u>(1)</u> <u>(2)</u>
Common Units	05/27/2010		P	600 ⁽¹⁾ ₍₂₎ A \$ 4.3	7,564,409 ⁽¹⁾ ₍₂₎	I	See footnote <u>(1)</u> <u>(2)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bandera Partners LLC 50 BROAD STREET, SUITE 1820 NEW YORK, NY 10004		X		
Bylinsky Gregory 50 BROAD STREET, SUITE 1820 NEW YORK, NY 10004		X		
Gramm Jefferson 50 BROAD STREET, SUITE 1820 NEW YORK, NY 10004		X		
Shpiz Andrew 50 BROAD STREET, SUITE 1820 NEW YORK, NY 10004		X		

Signatures

/s/ Gregory Bylinsky, Managing Director, On behalf of Bandera Partners LLC

05/27/2010

__Signature of Reporting Person

Date

/s/ Gregory Bylinsky

05/27/2010

