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HERITAGE PROPANE PARTNERS L P

Form 8-K December 11, 2002

> 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 EARLIEST EVENT REPORTED: DECEMBER 10, 2002

DATE OF REPORT: DECEMBER 11, 2002

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

Delaware (State or other jurisdiction of incorporation or organization)

1-11727 (Commission file number) (I.R.S. Empl

8801 South Yale Avenue, Suite 310, Tulsa, Oklahoma 74137 (Address of principal executive offices and zip code)

(918) 492-7272

(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE

On December 10, 2002 Heritage Propane Partners, L.P. announced that it had entered into a definitive agreement to acquire the retail propane assets of V-1Oil Co. of Idaho Falls, Idaho, as described in the Press Release dated December 10, 2002, attached as an Exhibit to this Form 8-K.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

- (a) Financial Statements of businesses acquired.
 - Not applicable.
- Proforma Financial Information. (b)

Not applicable.

(C) Exhibits.

The following is filed herewith:

Exhibit No. 99-1 - Press Release dated December 10, 2002

SIGNATURES

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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.

DATED: December 11, 2002.

HERITAGE PROPANE PARTNERS, L.P.

By: U.S. Propane, L.P. (General Partner)

By: U.S. Propane, L.L.C.
 (General Partner)

By: /s/ Michael L. Greenwood

----Michael L. Greenwood
Vice President and Chief
Financial Officer

INDEX TO EXHIBITS

The exhibits listed on the following Exhibit Index are filed as part of this Report. Exhibits required by Item 601 of Regulation S-K, but which are not listed below, are not applicable.

Exhibit							
Number	Description						
99-1	Press	Release	dated	December	10,	2002	