

Yost Timothy K.  
Form 3  
November 16, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Yost Timothy K.		(Month/Day/Year)	STONEMOR PARTNERS LP [STON]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O STONEMOR PARTNERS L.P.,Â 311 VETERANS HIGHWAY, SUITE B			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			Vice President	
LEVITTOWN,Â PAÂ 19056			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Units representing limited partnership interests	3,900	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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### Edgar Filing: Yost Timothy K. - Form 3

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Phantom Units	Â (1)	Â (1)	common units	6,000	\$ (1)	D	Â
Unit Appreciation Rights	Â (2)	Â (3)	common units	10,000	\$ 24.14	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yost Timothy K. C/O STONEMOR PARTNERS L.P. 311 VETERANS HIGHWAY, SUITE B LEVITTOWN, PA 19056	Â	Â	Â Vice President	Â

## Signatures

/s/ Shirley Herman, Attorney-in-Fact	11/12/2009
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) On November 8, 2006, the reporting person was granted 12,000 restricted phantom units on a one-time basis pursuant to a Key Employee Restricted Phantom Unit Agreement (the "Key Employee Agreement"), dated November 8, 2006, under the StoneMor Partners L.P. Long-Term Incentive Plan, between the reporting person and StoneMor GP LLC, the general partner of and acting on behalf of StoneMor Partners L.P. (the "Issuer"), representing 12,000 performance vested units which vest pursuant to the formula set forth in the Key Employee Agreement. Each restricted phantom unit is the economic equivalent of one common unit representing limited partner interests of the Issuer. Restricted phantom units become payable, in cash or common units, at the election of the issuer, upon the full vesting of the restricted phantom units. The reporting person settled 6,000 performance units for 6,000 common units representing limited partner interests in the Issuer.
- (2) The reporting person was granted 10,000 Unit Appreciation Rights ("UARs") pursuant to a Unit Appreciation Rights Agreement (the "Agreement"), dated as of November 27, 2006, under the StoneMor Partners L.P. Long-Term Incentive Plan, between the reporting person and StoneMor GP LLC. All of the UARs granted pursuant to the Agreement are performance vested UARs, which vest pursuant to a formula set forth in the Agreement. The UARs may be exercised only after vesting and to the extent vested.
- (3) The UARs expire 5 years after the date of grant of November 27, 2006, provided that if the UARs have not fully vested at the end of such 5 year period, the 5 year period will automatically be extended for an additional 2 years.

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**Remarks:**  
 ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

TheÂ filingÂ ofÂ thisÂ statementÂ shallÂ notÂ beÂ construedÂ asÂ anÂ admissionÂ (a)Â thatÂ theÂ personÂ filingÂ this

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.  
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