

ALLIANCE RESOURCE PARTNERS LP
 Form 4
 February 25, 2008

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 *
CRAFT JOSEPH W III

2. Issuer Name and Ticker or Trading Symbol
ALLIANCE RESOURCE PARTNERS LP [ARLP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 President and Chief Executive

(Last) (First) (Middle)
 1717 S. BOULDER AVENUE, SUITE 400
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/21/2008

TULSA, OK 74119
 (City) (State) (Zip)

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

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

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)
				(A) or (D)	Price		
Common Unit					337,599	D	
Common Unit	02/21/2008		M	30,000	A <u>(4)</u> 367,599	D	
Common Unit	02/21/2008		F	10,148	D <u>\$ 39.45 (2)</u> 357,451	D	
Common Unit					1,000	I	By son
					15,544,169	I	

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directly or indirectly, a majority of the outstanding AHGP Common Units. AHGP owns 42.5% of the Common Units of ARLP. Craft disclaims beneficial ownership of the Common Units of ARLP held by AHGP except to the extent of his pecuniary interest therein.

- (2) Upon vesting, restricted units are withheld by the Partnership for the payment of tax liability at the vesting price of \$39.45.
- (3) Not applicable

On January 29, 2008, the Partnership's Compensation Committee determined that the vesting requirement for the 2005 Long-Term

- (4) Incentive Plan grants had been satisfied. As a result restricted units were determined to be vested effective January 1, 2008 and subsequently issued on February 21, 2008 based upon the closing price of the common units at February 19, 2008 of \$39.45.

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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