WALL KEVIN F Form 4 October 21, 2002

OMB APPROVAL

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### FORM 4

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

O Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.
See Instruction 1(b).

1.	Name and Address of Reporting Person* Wall, Kevin F.		Issuer Name and Ticker or Trading Symbol	3.	Reporting	R.S. Identification Number of Reporting Person, if an entity (Voluntary)	
			Natural Resource Partners L.P.; NRP				
	(Last) (First) (Middle)						
	P.O. Box 2827 1035 Third Avenue (Street)		Statement for Month/Day/Year	5.	If Amendment, Da (Month/Day/Year)	te of Original	
			10/21/02				
			Relationship of Reporting Person(s) to Issuer (Check All Applicable)		Individual or Joint/Group Filing (Check Applicable Line)		
	Huntington, WV 25727	•	O Director O 10% Owner		X	Form Filed by One Reporting Person	
	(City) (State) (Zip)		X Officer (give title below)		0	Form Filed by More than One Reporting	
			Other (specify below)			Person	
			Vice President-Engineering				

Reminder:	Report on a separate line for each class of securities beneficially owned directly or indirectly.
*	If the form is filed by more than one reporting person, <i>see</i> instruction 4(b)(v).

Table I Non-De	erivative Securities A	Acquired, E	ispose	ed of, or E	Beneficially Owr	ned	
Date, if any	Code	Disposed of	of (D)	red (A) or	5.Amount of Sec- urities Beneficially Owned Following Reported Trans- action(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownershi (Instr. 4)
	Code V	Amount	(A) or (D)	Price			
/02	P	500	A	20.00	500	D	
		Page 2					
	on 2A. Deemed Exec Date, if any	on 2A. Deemed Execution 3. Transaction Date, if any Code ay/Year) (Month/Day/Year) (Instr. 8)  Code V	On 2A. Deemed Execution 3. Transaction 4. Securities Date, if any Code Disposed of the pay (Instr. 8) (Instr. 3, 4)  Code V Amount  1/02 P 500	on 2A. Deemed Execution 3. Transaction 4. Securities Acquin Date, if any Code Disposed of (D) ay/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)  Code V Amount (D)	on 2A. Deemed Execution 3. Transaction 4. Securities Acquired (A) or Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)  Code V Amount (D) Price  Code V Amount (D) Price	on 2A. Deemed Execution 3. Transaction 4. Securities Acquired (A) or 5. Amount of Date, if any Code Disposed of (D) Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)  Code V Amount (D) Price    Code V Amount (D) Price   Code V   Code	Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) urities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)  Code V Amount (D) Price    Code V   P   500   A   20.00   500   D

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
Title of Derivative 2. Security (Instr. 3)	Conversion or Exercise 3. Price of Derivative Security	Transaction Date (Month/Day/Year)	3A. Deemed Execution 4. Date, if any (Month/Day/Year)	Transaction 5. Code (Instr. 8)		or Disposed of (D)	
				Code V	(A)	(D)	
						_	
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Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued (e.g., puts, calls, warrants, options, convertible securities)								
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 Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)				
Date Expiration Exercisable Date	Amount or Number of Title Shares							
Explanation of Respons	ees:							
-	/s/ Kevin F. W	/all	10/21/02					
	**Signature of Re Person	porting	Date					

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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<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).