

NATURAL RESOURCE PARTNERS LP  
Form 8-K  
January 08, 2004

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 REPORT (DATE OF EARLIEST EVENT REPORTED): JANUARY 8, 2004

NATURAL RESOURCE PARTNERS L.P.  
(Exact name of registrant as specified in its charter)

DELAWARE  
(State or other jurisdiction  
of incorporation or organization)

001-31465  
(Commission File  
Number)

35-21  
(I.R.S.  
Identifica

601 JEFFERSON, SUITE 3600  
HOUSTON, TEXAS  
(Address of principal executive offices)

770  
(Zip

Registrant's telephone number, including area code: (713) 751-7507

Item 7. Financial Statements And Exhibits.

| Exhibit No. | Description                         |
|-------------|-------------------------------------|
| -----       | -----                               |
| 99.1        | Press release dated January 8, 2004 |

Item 9 and 12. Regulation FD; Results Of Operations And Financial Condition.

In accordance with General Instructions B.2. and B.6 of Form 8-K, the following information and the exhibit referenced therein are being furnished under Item 9 and Item 12 of Form 8-K and are not deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, are not subject to the liabilities of that section and are not deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

On January 8, 2004, Natural Resource Partners L.P. announced via press release its guidance for 2004. A copy of the press release is attached hereto as Exhibit 99.1.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NATURAL RESOURCE PARTNERS L.P.  
(Registrant)

By: NRP (GP) LP  
its General Partner

By: GP Natural Resource Partners LLC  
its General Partner

/s/ Wyatt L. Hogan

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Wyatt L. Hogan  
Vice President and General Counsel

Dated: January 8, 2004

EXHIBIT INDEX

| Exhibit No.<br>----- | Description<br>-----                |
|----------------------|-------------------------------------|
| 99.1                 | Press release dated January 8, 2004 |