
**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 report: October 29, 2008
(Date of earliest event reported): October 26, 2008**

SUNOCO LOGISTICS PARTNERS L.P.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-31219
(Commission file number)

23-3096839
(IRS employer
identification number)

1735 Market Street, Suite LL, Philadelphia, PA
(Address of principal executive offices)

19103-7583
(Zip Code)

(215) 977-3000
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

By letter dated October 26, 2008, John G. Drosdick announced his resignation as Chairman and a director of Sunoco Partners LLC (the "Company"), general partner of Sunoco Logistics Partners L.P. (the "Partnership"), effective as of the same date. Additionally, by letter dated October 29, 2008, Thomas W. Hofmann announced his resignation as a director of the Company, effective as of October 26, 2008. Neither Mr. Drosdick's nor Mr. Hofmann's resignation was the result of any disagreement relating to the operations, policies or practices, of either the Company or the Partnership.

On October 26, 2008, Lynn L. Elsenhans, a director of the Company since August 2008, was appointed Chairman of the Company's Board of Directors. Ms. Elsenhans was also appointed to serve on the Board's Compensation Committee.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

- 17.1. Resignation letter, dated October 26, 2008, from John G. Drosdick
- 17.2 Resignation letter, dated October 29, 2008, from Thomas W. Hofmann

SIGNATURE

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 thereunto duly authorized.

SUNOCO LOGISTICS PARTNERS LP.

**By: Sunoco Partners LLC,
its General Partner**

By: /s/ NEAL E. MURPHY

Neal E. Murphy
Vice President and Chief Financial Officer

October 29, 2008
Philadelphia, PA

EXHIBIT INDEX

17.1. Resignation letter, dated October 26, 2008, from John G. Drosdick

17.2 Resignation letter, dated October 29, 2008, from Thomas W. Hofmann

October 26, 2008

Ms. Lynn L. Elsenhans
Chief Executive Officer and President
Sunoco, Inc.
1735 Market Street, Suite LL
Philadelphia, PA 19103

Dear Lynn,

In light of my retirement as the Chief Executive Officer of Sunoco, Inc., and your appointment to that position, I believe it is appropriate for me to resign my positions as a director and Chairman of the Board of Directors of Sunoco Partners LLC, the wholly-owned subsidiary of Sunoco, Inc., and the general partner of Sunoco Logistics Partners L.P. My resignation, effective October 26, 2008, does not reflect any disagreement with the management or the Board of Sunoco Logistics Partners L.P.

Sincerely,

/s/ John G. Drosdick

John G. Drosdick

cc: Deborah M. Fretz

October 29, 2008

Ms. Lynn L. Elsenhans
Chairman of the Board
Sunoco Logistics Partners, L.P.
1735 Market Street
Philadelphia, PA 19103

Dear Lynn,

With my recent decision to retire from Sunoco, Inc., I believe it is appropriate for me to resign my position as a director of Sunoco Partners LLC, the general partner of Sunoco Logistics Partners L.P., effective October 26, 2008. It was a pleasure to have served on the Board. My resignation does not reflect any disagreement with the management or the Board of Sunoco Logistics Partners L.P.

Sincerely,

/s/ Thomas W. Hofmann

Thomas W. Hofmann

cc: D.M. Fretz