## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- 1											
	OMB APPROVAL										
	OMB Number:	3235-0287									
	Estimated average burden										
	hours per response:	0.5									

U obligat	ions may continue tion 1(b).		d pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940										hour	s per re	esponse:	0.5			
1. Name and Address of Reporting Person* FREDERICKSON PHILIP L					SU	2. Issuer Name and Ticker or Trading Symbol SUNOCO LOGISTICS PARTNERS LP SXL ]									heck all app	licable)	Ü	son(s) to Issuer  10% Owner  Other (specify	
(Last) 1735 MA	st) (First) (Middle) 85 MARKET STREET				3. Date of Earliest Transaction (Month/Day/Year) 02/14/2008									below		below			
(Street) PHILADELPHIA PA 19103-756 (City) (State) (Zip)			83	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable ne)  X Form filed by One Reporting Person Form filed by More than One Reporting Person						
		Tab	le I - Nor	n-Deriv	/ative	e Se	curiti	es A	cqui	ired, D	ispose	d of,	or Ber	eficia	lly Owne	d			
1. Title of Security (Instr. 3)  2. Transa Date (Month/D					Execution		on Date	e,   1	3. Transaction Code (Instr. 8)  4. Secu Dispose 55		curities sed O	rities Acquired (A) ed Of (D) (Instr. 3,		d Securit Benefic Owned	5. Amount of Securities Beneficially Owned Following Reported		n: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									- (	Code	/ Amou	nt	(A) or (D)	Price	Transa (Instr. 3	Transaction(s) (Instr. 3 and 4)			· ,
		Т									posed (				/ Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Dat if any (Month/Day/Ye	Date,	4. Transaction Code (Instr. 8)				Expi	ate Exerc iration Da nth/Day/\		An Se Un De	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exer	e rcisable	Expiration Date	۱   Tit	0	of Shares					

(3)

(2)

## **Explanation of Responses:**

(1)

- 1. The conversion rate is 1 for 1.
- 2. Restricted Units acquired pursuant to the Directors' Mandatory Deferred Compensation Account, in transactions exempt under Rule 16b-3(d).

A<sup>(2)</sup>

100

3. Not Applicable

Restricted

Units

Bruce D. Davis, Jr., Attorneyin-fact for Philip L.

100

\$52.393

**Frederickson** 

Units

02/15/2008

100

D

\*\* Signature of Reporting Person Date

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, see Instruction 4 (b)(v).

02/14/2008

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.