FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [®] Kestrel Energy Partners LLC					2. Issuer Name and Ticker or Trading Symbol <u>STAR GAS PARTNERS LP</u> [SGU]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner							
(Last)	(Last) (First) (Middle) 2 COUNT RUMFORD LANE				3. Date of Earliest Transaction (Month/Day/Year) 05/18/2012								er (give title	л		(specify				
2 COUN	I RUMF	JRD LAI	NE			4. If Ar	mend	lment,	Date c	of Original I	Filed	(Month/D	ay/Ye	ar)	6. Lir		or Joint/Grou	p Filin	g (Check A	Applicable
(Street)	CTOL	15.7		1742												X For	n filed by One	•	•	
HUNTIN	GION	NY	1	1743												Forr	n filed by Mor son	e thar	n One Rep	orting
(City)	(State)	(Z	ip)																
			Table	e I - N	on-Deriv	ative S	ecu	ritie	s Acq	uired, D	isp	osed o	f, or	Bene	ficia	lly Own	ed			
1. Title of S	Security (I	nstr. 3)			2. Transac Date (Month/Da	y/Year)	Exec if an			3. Transacti Code (Ins 8)		4. Securi Dispose and 5)				Secu	ficially	Form (D) o	ect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
										Code	v	Amount		A) or D)	Price	Repo Trans		(insu	,	(1130. 4)
Common	Units				05/18/2	2012				Р		900		A	\$3.	8 12	,683,450		I	See Footnote 1 ⁽¹⁾
Common	Units															5	00,000		I	See Footnote 2 ⁽²⁾
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
1. Title of Derivative Security (Instr. 3)	2. Conversio or Exercis Price of Derivative Security	on Date (Month	nsaction n/Day/Year)	if any	ion Date,	4. Transact Code (In 8)		5. Nu of Deriv Secur Acqu (A) or Dispo of (D) (Instr and 5	rities ired sed . 3, 4	6. Date Ex Expiration (Month/Da	Dat	e	Amo Secu Unde Deriv	rity (In: I 4) Amc or	unt	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	0 F D ([4]	ownership orm: virect (D) r Indirect) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Code	v	(A)	(D)	Date Exercisabl		xpiration ate	Title	Num of Sha						

Explanation of Responses:

1. These Common Units are owned directly by KM2, LLC, which is a wholly owned subsidiary of the reporting entity.

2. These Common Units are owned directly by Kestrel Heat, LLC, which is a wholly owned subsidiary of the reporting entity and the sole general partner of the Issuer.

Paul A.	Verm	ylen.	<u>, Jr.,</u>
Presider	t		

** 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).

** 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.

05/22/2012