

Edgar Filing: ATLAS PIPELINE PARTNERS LP - Form FWP

ATLAS PIPELINE PARTNERS LP

Form FWP

June 19, 2008

Filed pursuant to Rule 433

Registration Statement No. 333-127961

June 18, 2008

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| Issuer | Atlas Pipeline Partners, L.P. (NYSE: APL) |
| Offering Size | 5,000,000 Common Units Representing Limited Partner Interests (plus 30-day option to purchase an additional 750,000 common units) |
| Offering Price | \$37.52 per unit |
| Underwriters | Wachovia Capital Markets, LLC Citigroup Global Markets Inc. Lehman Brothers Inc. UBS Securities LLC RBC Capital Markets Corporation Banc of America Securities LLC Credit Suisse Securities (USA) LLC Friedman, Billings, Ramsey & Co., Inc. J.P. Morgan Securities Inc. SMH Capital Inc. Stifel, Nicolaus & Company, Incorporated Wells Fargo Securities, LLC |

We have been informed that, prior to purchasing the units being offered pursuant to the prospectus supplement, on June 18, 2008, one of the underwriters purchased, on behalf of the syndicate, 8,400 common units at a purchase price of \$37.50 per common unit in stabilizing transactions.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free 1-800-326-5897 or emailing a request to equity.syndicate@wachovia.com (Wachovia Capital Markets, LLC), 1-800-831-9146 (Citigroup Global Markets Inc.), 1-888-603-5847 (Lehman Brothers Inc.) or 1-888-827-7275, ext. 3884 (UBS Securities LLC).