

CEDAR FAIR L P
Form 3
April 05, 2005

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Olcott Wayne E
(Last) (First) (Middle)

ONE CEDAR POINT DRIVE

(Street)

SANDUSKY, Â OH Â 44870

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
04/05/2005

3. Issuer Name **and** Ticker or Trading Symbol
CEDAR FAIR L P [FUN]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer ___ Other
(give title below) (specify below)
Corporate VP - Accommodations

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
___ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Units of Limited Partner Interest

1,645

D Â

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Call options to purchase limited partnership units	Â (1)	03/07/2011	Units of Limited Partner Interest	1,000	\$ 20.6	D	Â
Call options to purchase limited partnership units	Â (2)	03/07/2011	Units of Limited Partner Interest	2,500	\$ 20.6	D	Â
Call options to purchase limited partnership units	Â (3)	11/07/2012	Units of Limited Partner Interest	2,500	\$ 22.65	D	Â
Call options to purchase limited partnership units	Â (4)	11/06/2013	Units of Limited Partner Interest	1,500	\$ 28.45	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Olcott Wayne E ONE CEDAR POINT DRIVE SANDUSKY,Â OHÂ 44870	Â	Â	Â Corporate VP - Accommodations	Â

Signatures

Wayne E. Olcott 04/05/2005

____Signature of Date
Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Options vest at a rate of 20% per year on each anniversary date, beginning on March 7, 2001.

(2) Options vest at a rate of 20% per year on each anniversary date, beginning on March 7, 2002.

(3) Options vest at a rate of 20% per year on each anniversary date, beginning on November 7, 2003.

(4) Options vest at a rate of 20% per year on each anniversary date, beginning on November 6, 2004.

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

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