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NATURAL RESOURCE PARTNERS LP

Form 8-K January 22, 2004

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 (DATE OF EARLIEST EVENT REPORTED): JANUARY 21, 2004

NATURAL RESOURCE PARTNERS L.P. (Exact name of registrant as specified in its charter)

DELAWARE 001-31465 35-2164875 (State or other jurisdiction of incorporation or organization) Number) Identification No.)

601 JEFFERSON, SUITE 3600

HOUSTON, TEXAS

77002

(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code: (713) 751-7507

ITEM 5. OTHER EVENTS.

On January 21, 2004, Natural Resource Partners L.P. announced an increase of \$0.025 per unit in its quarterly distribution to \$0.5625 per unit, or \$2.25 per unit on an annualized basis. The distribution is payable on February 13, 2004 to unitholders of record on February 2, 2004.

NRP has filed the press release announcing the distribution increase as Exhibit 99.1 to this Form 8-K.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

Exhibit No. Description

99.1 Press release dated January 21, 2004

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NATURAL RESOURCE PARTNERS L.P. (Registrant)

By: NRP (GP) LP

its General Partner

By: GP Natural Resource Partners LLC

its General Partner

/s/ Wyatt L. Hogan

Wyatt L. Hogan

Vice President and General Counsel

Dated: January 22, 2004

EXHIBIT INDEX

Exhibit No. Description

99.1 Press release dated January 21, 2004