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HERITAGE PROPANE PARTNERS L P

Form 8-K

May 20, 2003

UNITED STATES
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): MAY 20, 2003

HERITAGE PROPANE PARTNERS, L.P.
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation)	1-11727 (Commission file number)	73-1493906 (I.R.S. Employer Identification No.)
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8801 SOUTH YALE AVENUE, SUITE 310, TULSA, OKLAHOMA 74137
(Address of principal executive offices and zip code)

(918) 492-7272
(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

On May 20, 2003, Heritage Propane Partners, L.P. (the "Partnership") issued a press release announcing its completion of a public offering of 1,610,000 common units, representing limited partner interests in the Partnership. A copy of the press release is being furnished as an exhibit to this report on Form 8-K.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

EXHIBIT NUMBER -----	DESCRIPTION -----
99.1	Heritage Propane Partners, L.P. press release dated May 20, 2003.

SIGNATURES

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

DATED: May 20, 2003.

HERITAGE PROPANE PARTNERS, L.P.

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By: U.S. Propane, L.P.
(General Partner)

By: U.S. Propane, L.L.C.
(General Partner)

By: s/ Michael L. Greenwood

Michael L. Greenwood
Vice President and Chief
Financial Officer

EXHIBIT INDEX

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May 20, 2003.