

DORCHESTER MINERALS LP  
Form 4  
December 19, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN 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 \*  
Lucent Technologies Inc. Master Pension Trust

2. Issuer Name and Ticker or Trading Symbol  
DORCHESTER MINERALS LP [DMLP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_X\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

600 MOUNTAIN AVENUE, ROOM 7D-523

12/15/2006

(Street)

4. 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

MURRAY HILL, NJ 07974

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Units	12/15/2006		S		921 <sup>(1)</sup> D \$ 23.03	2,856,902 <sup>(2)</sup> D	
Common Units	12/15/2006		S		922 <sup>(3)</sup> D \$ 23.1	2,855,980 D	
Common Units	12/15/2006		S		1,843 D \$ 23.1172	2,854,137 D	
Common Units	12/18/2006		S		921 <sup>(4)</sup> D \$ 22.5884	2,853,216 <sup>(5)</sup> D	
Common Units	12/18/2006		S		1,843 <sup>(6)</sup> D \$ 22.72	2,851,373 D	



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Reporting person was actually allocated 921.3333 common units at \$22.5884 (out of total 2764 common units sold in two transactions on 12/18/06 as reported herein)

(5) After allocation in footnote 4, common units owned by the Reporting Person would have been 2,853,215.6667

(6) Reporting person was actually allocated 1842.6667 common units at \$22.72 (out of total 2764 common units sold in two transactions on 12/18/06 as reported herein)

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.