Edgar Filing: Brown Dale A - Form 4

Washington, D.C. 20549 Number:								3235-0287 January 31, 2005 average		
(Print or Type Res	ponses)									
1. Name and Add Brown Dale A	Symbol	2. Issuer Name and Ticker or Trading Symbol LEGACY RESERVES LP [LGCY]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)		3. Date of Earliest Transaction				(Check all applicable)			
303 W. WALI 1400		(Month/Day/Year) 08/29/2008				X_DirectorX_10% Owner Officer (give titleOther (specify below) below)				
			nendment, Date Original Ionth/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 			
(City)	(State) (Zip)		N		•.•		Person	D (7 1 1		
1.Title of				ivative Sec 4. Securit		: Acqı	ired, Disposed of		-	
Security (Instr. 3)	any	ecution Date, if	Code (Instr. 8)	onAcquired Disposed	(A) or of (D) 4 and 5 (A) or		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)	
Units representing limited partner interests	08/29/2008		А			\$ 0	389,047	D		
Units representing limited partner interests							5,685,226	I	See footnotes (1) (2) (3) (4)	

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

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 Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr	. 3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
					· · ·						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Brown Dale A 303 W. WALL STREET, SUITE 1400 MIDLAND, TX 79701	Х	Х					
Signatures							
/s/ Steven H. Pruett, as attorney-in-fact f	or Dale A	ι.					
Brown	08/29/2008						
<u>**</u> Signature of Reporting Person		Date					

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the(1) inclusion of these units in this report shall not be deemed an admission of beneficial ownership of all of the reported units for purposes of Section 16 or for any other purpose.

Includes 4,391,408 units held by Moriah Properties, Ltd. ("Moriah Properties") and 13,756 units owned by Moriah Resources, Inc. (2) ("Moriah Resources"). Moriah Properties and Moriah Resources are entities owned and controlled by Mr. Dale A. Brown and Mr. Cary

- D. Brown.
- (3) Includes 519,400 units owned by DAB Resources, Ltd. ("DAB Resources", an entity partially owned by Mr. Dale A. Brown.

Includes 760,662 units owned through Moriah Properties' (737,781 units) and DAB Resources' (22,881 units) interests in MBN Properties
(4) LP, which holds 2,642,438 units. Mr. Dale A. Brown beneficially owns all of the units held or beneficially owned by Moriah Properties and DAB Resources.

Remarks:

Director of Legacy Reserves GP, LLC, the general partner of Legacy Reserves LP

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.