DORCHESTER MINERALS LP

Form 4

March 16, 2006

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction 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

1(b).

(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]

(Month/Day/Year) 600 MOUNTAIN AVENUE, ROOM 03/14/2006

(Middle)

7D-523

(Last)

(Street)

(First)

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

3. Date of Earliest Transaction

Issuer

(Check all applicable)

5. Relationship of Reporting Person(s) to

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

MURRAY HILL, NJ 07974

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	omr Dispos (Instr. 3,	sed of	` ′	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)
Common Units	03/14/2006		S	737 (1)	D	\$ 24.53	3,151,399 (2)	D	
Common Units	03/14/2006		S	737 (3)	D	\$ 24.5561	3,150,662 (4)	D	
Common Units	03/14/2006		S	738 (5)	D	\$ 24.6019	3,149,924 (6)	D	
Common Units	03/14/2006		S	737 (7)	D	\$ 24.7086	3,149,187	D	
Common Units	03/15/2006		S	1,843 (8)	D	\$ 24.7504	3,147,344 (9)	D	

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Common Units	03/15/2006	S	1,474 (10)	D	\$ 24.8	3,145,870 (11)	D
Common Units	03/15/2006	S	553 (12)	D	\$ 24.822	3,145,317 (13)	D
Common Units	03/15/2006	S	369 (14)	D	\$ 24.9	3,144,948	D

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.

SEC 1474

(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transac Code (Instr. 8	5. tionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	Amou Under Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owne Follo Repo Trans (Instr
			Code '	/ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
F	Director	10% Owner	Officer	Other		
Lucent Technologies Inc. Master Pension Trust 600 MOUNTAIN AVENUE ROOM 7D-523 MURRAY HILL, NJ 07974		X				
Ciamatuwaa						

Signatures

Person

Eli Krupnik, Atty	03/16/2006			
in Fact	03/10/2000			
**Signature of Reporting	Date			

Reporting Owners 2

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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).
- (1) Reporting Person was actually allocated 737.25 common units at \$24.53 (out of total 2,949 common units sold in four transactions on 3/14/06 as reported herein)
- (2) After allocation in footnote 1, common units owned by the Reporting Person would have been 3,151,398.75
- (3) Reporting Person was actually allocated 737.25 common units at \$24.5561 (out of total 2,949 common units sold in four transactions on 3/14/06 as reported herein)
- (4) After allocation in footnote 3, common units owned by the Reporting Person would have been 3,150,661.5
- (5) Reporting Person was actually allocated 737.25 common units at \$24.6019 (out of total 2,949 common units sold in four transactions on 3/14/06 as reported herein)
- (6) After allocation in footnote 5, common units owned by the Reporting Person would have been 3,149,924.25
- (7) Reporting Person was actually allocated 737.25 common units at \$24.7086 (out of total 2,949 common units sold in four transactions on 3/14/06 as reported herein)
- (8) Reporting Person was actually allocated 1843.0435 common units at \$24.7504 (out of total 4,239 common units sold in four transactions on 3/15/06 as reported herein)
- (9) After allocation in footnote 8, common units owned by the Reporting Person would have been 3,147,343.9565
- (10) Reporting Person was actually allocated 1474.4348 common units at \$24.80 (out of total 4,239 common units sold in four transactions on 3/15/06 as reported herein)
- (11) After allocation in footnote 10, common units owned by the Reporting Person would have been 3,145,869.5217
- (12) Reporting Person was actually allocated 552.913 common units at \$24.822 (out of total 4,239 common units sold in four transactions on 3/15/06 as reported herein)
- (13) After allocation in footnote 12, common units owned by the Reporting Person would have been 3,145,316.6087
- (14) Reporting Person was actually allocated 368.6087 common units at \$24.90 (out of total 4,239 common units sold in four transactions on 3/15/06 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.