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ALLIANCE RESOURCE PARTNERS LP

Form 8-K

February 12, 2003

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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): February 10, 2003

COMMISSION FILE NO.: 0-26823

ALLIANCE RESOURCE PARTNERS, L.P.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE

73-1564280

(STATE OR OTHER JURISDICTION OF
INCORPORATION OR ORGANIZATION)

(IRS EMPLOYER
IDENTIFICATION NO.)

1717 SOUTH BOULDER AVENUE, SUITE 600, TULSA, OKLAHOMA 74119
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES AND ZIP CODE)

(918) 295-7600
(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

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ITEM 5. OTHER EVENTS.

On February 10, 2003, Alliance Resource Partners, L.P., a Delaware limited partnership (the "Partnership"), entered into an underwriting agreement, attached as Exhibit 1.1 hereto, with the underwriters named therein with respect to the issuance and sale by the Partnership of 2,250,000 units representing limited partner interests in the Partnership (the "Units") in an underwritten public offering (the "Offering"). The Partnership has granted the underwriters

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the option for 30 days to purchase an additional 337,500 Units solely to cover over-allotments. The Units sold in the Offering were registered under the Securities Act of 1933, as amended, pursuant to the Partnership's shelf registration statement on Form S-3 (File No. 333-85282). The closing of the Offering is expected to occur on February 14, 2003.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

The Partnership files the following exhibits as part of this report:

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|--------------|---|
| Exhibit 1.1 | Underwriting Agreement dated as of February 10, 2003 by and among the Partnership and the underwriters named therein. |
| Exhibit 5.1 | Opinion of Vinson & Elkins L.L.P. as to the legality of the securities being registered |
| Exhibit 8.1 | Opinion of Vinson & Elkins L.L.P. relating to tax matters |
| Exhibit 23.1 | Consent of Vinson & Elkins L.L.P. (contained in Exhibit 5.1 hereto) |
| Exhibit 23.2 | Consent of Vinson & Elkins L.L.P. (contained in Exhibit 8.1 hereto) |
| Exhibit 99.1 | Press Release dated February 10, 2003 |

SIGNATURES

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

Date: February 11, 2003 ALLIANCE RESOURCE PARTNERS, L.P.

By: Alliance Resource Management GP, LLC

/s/ THOMAS L. PEARSON

Thomas L. Pearson
Senior Vice President - Law Administration,
General Counsel and Secretary

INDEX TO EXHIBITS

EXHIBIT NUMBER -----	DESCRIPTION -----
Exhibit 1.1	Underwriting Agreement dated as of February 10, 2003 by and among the Partnership and the underwriters named therein.

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- Exhibit 5.1 Opinion of Vinson & Elkins L.L.P. as to the legality of the securities being registered
- Exhibit 8.1 Opinion of Vinson & Elkins L.L.P. relating to tax matters
- Exhibit 23.1 Consent of Vinson & Elkins L.L.P. (contained in Exhibit 5.1 hereto)
- Exhibit 23.2 Consent of Vinson & Elkins L.L.P. (contained in Exhibit 8.1 hereto)
- Exhibit 99.1 Press Release dated February 10, 2003