

ALLIANCE RESOURCE PARTNERS LP  
Form SC 13D/A  
May 31, 2002

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 1)

Alliance Resource Partners, L.P.

-----  
(Name of Issuer)

Common Units

-----  
(Title and Class of Securities)

01877R 10 8

-----  
(CUSIP Number)

Thomas L. Pearson  
Senior Vice President - Law and Administration,  
General Counsel and Secretary  
Alliance Management GP, LLC  
1717 South Boulder Avenue  
Tulsa, Oklahoma 74119

(918) 295-7600

-----  
(Name, Address and Telephone Number of Person Authorized to Receive Notices  
and Communications)

May 8, 2002

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [ ].

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CUSIP NO. 01877R 10 8	13D/A	PAGE 2 OF 5 PAGES
1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  The Beacon Group Energy Investment Fund, L.P.	13-3777429
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [ ] (b) [ ]
3	SEC USE ONLY	
4	SOURCE OF FUNDS  None.	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware	
	7 SOLE VOTING POWER  None.	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8 SHARED VOTING POWER  None	
	9 SOLE DISPOSITIVE POWER  None	
	10 SHARED DISPOSITIVE POWER  None	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  None.	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  None.	
14	TYPE OF REPORTING PERSON*  HC, PN	

SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
  
MPC Partners, LP 13-3909552

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS  
  
None.

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED [ ]  
PURSUANT TO ITEM 2(D) OR 2(E)

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Delaware

7 SOLE VOTING POWER  
  
None.

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

8 SHARED VOTING POWER  
  
None

9 SOLE DISPOSITIVE POWER  
  
None

10 SHARED DISPOSITIVE POWER  
  
None

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

None.

14 TYPE OF REPORTING PERSON\*

HC, PN

SEE INSTRUCTIONS BEFORE FILLING OUT!

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This amendment (the "Amendment") amends and supplements the information set forth in the Statement on Schedule 13D filed on August 30, 1999 by Beacon Energy Investors, LLC, The Beacon Group Energy Investment Fund, L.P., a Delaware limited partnership ("Fund I"), Energy Fund Sub, Inc., MPC Partners, LP, a Delaware limited partnership ("MPC"), Alliance Resource Holdings, Inc., a Delaware corporation ("ARH") and Alliance Resource GP, LLC. (the "Statement"), relating to common limited partnership interests (the "Common Units") of Alliance Resource Partners, L.P., a Delaware limited partnership (the "Issuer"). In addition to Item 5 which is specifically amended and supplemented by this Amendment, each Item of the Statement to which the information set forth herein is relevant is amended thereby.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

On May 8, 2002, Fund I and MPC sold their shares of capital stock of ARH, the parent corporation of the special general partner of the Issuer. Accordingly, Fund I and MPC no longer have a beneficial ownership interest in any of the Issuer's outstanding Common Units and are no longer subject to filing requirements under Rule 13d-1.

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SIGNATURE

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct and agrees that this Statement may be filed on behalf of Fund I and MPC.

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May 24, 2002

THE BEACON GROUP ENERGY INVESTMENT FUND, L.P.  
By: Beacon Energy Investors, LLC, its general  
partner  
By: Energy Fund GP, Inc., a Member

/s/ Preston R. Miller, Jr.  
-----

Name: Preston R. Miller, Jr.  
Title: Managing Director

MPC PARTNERS, LP  
By: Energy Fund Sub, Inc., its general partner

/s/ Preston R. Miller, Jr.  
-----

Name: Preston R. Miller, Jr.  
Title: Managing Director

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