

DORCHESTER MINERALS LP
 Form 4
 December 19, 2006

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)
 600 MOUNTAIN AVENUE, ROOM 7D-523
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/15/2006

____ Director
 ____ Officer (give title below)
 ___X___ 10% Owner
 ____ Other (specify below)

MURRAY HILL, NJ 07974

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

(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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Units	12/15/2006		S	921 ⁽¹⁾	D	\$ 23.03	2,856,902 ⁽²⁾ D
Common Units	12/15/2006		S	922 ⁽³⁾	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 ⁽⁴⁾	D	\$ 22.5884	2,853,216 ⁽⁵⁾ D
Common Units	12/18/2006		S	1,843 ⁽⁶⁾	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.

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