Edgar Filing: MILLER PRESTON R JR - Form 4

MILLER PRI	ESTON R JR										
Form 4 January 04, 24	006										
								OMB APPROVAL			
Washington, D.C. 20549							N OMB Number:	3235-0287			
Check this if no longe		MENT OI		ACES IN	DENIER			Expires:	January 31, 2005		
subject to STATEMENT OF CHA Section 16. Form 4 or				SECUI	RITIES	Estimated burden hou response	average urs per				
obligation may contin <i>See</i> Instruct 1(b).	s Section 17(a) of the I	Public U	Itility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940				
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> MILLER PRESTON R JR			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
				NCE RE		E	(Check all applicable)				
(Last)	(First) (I	Middle)	liddle) 3. Date of Earliest Transaction (Month/Day/Year)				_X_ Director 10% Owner Officer (give title Other (specify				
1717 S. BOU AVENUE, S			01/03/2	2006			below)	below)			
	(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
F TULSA, OK 74119			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State)	(Zip)	Tab	de I - Non-l	Dorivotivo	Securities A	Person	of or Bonoficia	lly Owned		
1.Title of 2	2. Transaction Date	2A Deem		3.	4. Securit			6. Ownership	7. Nature of		
Security (Month/Day/Year) Execution (Instr. 3) any		Date, if	Transactio Code (Instr. 8)	nAcquired Disposed	(A) or of (D)	Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder: Repo	ort on a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.				
					inforn requi	nation cont red to respo ays a curre	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					sposed of, or convertible s	Beneficially Owned securities)	1			

1. Title of
Derivative2.3. Transaction Date3A. Deemed4.5. Number6. Date Exercisable and
Expiration Date7. Title and Amount of
8. Price0. DerivativeConversion(Month/Day/Year)Execution Date, ifTransaction of
Transaction ofExpiration DateUnderlying SecuritiesDerivative

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)) { (] ((Derivative (Month/Day/ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		'Year)	(Instr. 3 and	4)	Securit (Instr. 5	
				Code V	7	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom unit	(2)							<u>(1)</u>	(4)	Common unit	1,800	
Phantom unit	(2)	01/03/2006		А		160		<u>(1)</u>	(4)	Common unit	160	<u>(4)</u>
Restricted unit	<u>(2)</u>							(3)	(4)	Common unit	3,450	
Restricted unit	<u>(2)</u>							(5)	(4)	Common unit	1,850	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MILLER PRESTON R JR 1717 S. BOULDER AVENUE SUITE 600 TULSA, OK 74119	Х							

Signatures

/s/ Preston R. Miller Jr. by Megan Cordle, pursuant to power of attorney dated September 11, 01/04/2006

**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).
- (1) The Phantom units are to be settled in either cash or ARLP common units, at the election of the Compensation Committee, upon the reporting person's death or termination.
- (2) 1 for 1
- (3) The Restricted units will vest on December 31, 2006 provided that the issuer meets certain financial tests. Once vested the restricted units are to be settled in either cash or ARLP common units, at the election of the Compensation Committee.
- (4) Not applicable
- (5) The Restricted units will vest on January 1, 2008 provided that the issuer meets certain financial tests. Once vested the restricted units are to be settled in either cash or ARLP common units, at the election of the Compensation Committee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners

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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.