

DORCHESTER MINERALS LP

Form 4

November 28, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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

(Last) (First) (Middle)

600 MOUNTAIN AVENUE, ROOM 7D-523

(Street)

MURRAY HILL, NJ 07974

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DORCHESTER MINERALS LP [DMLP]

3. Date of Earliest Transaction (Month/Day/Year)
11/23/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
				Code V	Amount or Price (A) or (D)		
Common Units	11/23/2005		S	(1)	1,106 \$ 25.99	D	3,284,826 (2) D
Common Units	11/23/2005		S	(3)	1,106 \$ 26.01	D	3,283,720 (4) D
Common Units	11/23/2005		S	(5)	369 \$ 26.05	D	3,283,351 (6) D
Common Units	11/23/2005		S	(7)	552 \$ 26.09	D	3,282,799 (8) D
Common Units	11/23/2005		S	(9)	369 \$ 26.21	D	3,282,430 (10) D

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- (3) Reporting Person was actually allocated 1105.8261 common units at \$26.01 (out of total 4,239 common units sold in six transactions on 11/23/05 as reported herein)
- (4) After allocation in footnote 3, common units owned by the Reporting Person would have been 3,283,720.3478
- (5) Reporting Person was actually allocated 368.6087 common units at \$26.05 (out of total 4,239 common units sold in six transactions on 11/23/05 as reported herein)
- (6) After allocation in footnote 5, common units owned by the Reporting Person would have been 3,283,351.7391
- (7) Reporting Person was actually allocated 552.9130 common units at \$26.09 (out of total 4,239 common units sold in six transactions on 11/23/05 as reported herein)
- (8) After allocation in footnote 7, common units owned by the Reporting Person would have been 3,282,798.8261
- (9) Reporting Person was actually allocated 368.6087 common units at \$26.21 (out of total 4,239 common units sold in six transactions on 11/23/05 as reported herein)
- (10) After allocation in footnote 9, common units owned by the Reporting Person would have been 3,282,430.2174
- (11) Reporting Person was actually allocated 737.2174 common units at \$26.33 (out of total 4,239 common units sold in six transactions on 11/23/05 as reported herein)

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