

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Macerato Frank M.</u> <hr/> (Last) (First) (Middle) <u>702 W. HAMILTON STREET</u> <u>SUITE 203</u> <hr/> (Street) <u>ALLENTOWN PA</u> <u>18101</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>05/09/2013</u>	3. Issuer Name and Ticker or Trading Symbol <u>Lehigh Gas Partners LP [LGP]</u> <hr/> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><u>GC, Secy & CCO</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
---	---	---	---

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Units</u>	<u>350</u>	<u>I</u>	<u>Individual Retirement Account</u>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Phantom Units</u>	<u>(1)</u>	<u>03/15/2016</u>	<u>Common Units</u>	<u>4,858</u>	<u>(2)</u>	<u>D</u>	

Explanation of Responses:

1. The phantom units vest in equal, one third installments on each of March 15, 2014, March 15, 2015, and March 15, 2016.
2. Each phantom unit is the economic equivalent of one common unit representing a limited partner interest in LGP. The phantom units do not entitle the holders thereof to distributions made by LGP until such time that the units vest and the reporting person receives common units.

Remarks:

/s/ Michelle M. Henriquez 05/17/2013
Attorney-in-Fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Frank M. Macerato
702 W. Hamilton Street
Allentown, PA 18101

May 15, 2013

Securities and Exchange Commission
450 5th Street N.W.
Washington, Dc 20549

Attention: Filing Desk

RE: Lehigh Gas Partners LP (LGP)

To Whom It May Concern

As permitted by instruction 7 of Form 3, Form 4, and Form 5, I hereby authorize Michelle Henriquez and Karen Yeakel, severally and not jointly, to sign and file on my behalf any Forms 3, 4 or 5 that I am required to file with respect to the securities of Lehigh Gas Partners LP.

I acknowledge that neither Michelle Henriquez nor Karen Yeakel is assuming any of my responsibilities to comply with Section 16 of the Securities Exchange Act.

Sincerely
/s/ Frank M. Macerato
Frank M. Macerato

Frank M. Macerato, personally known to me, appeared before me and acknowledged that he signed the foregoing letter as his own act.

Sworn to and subscribed before me this 15th day of May 2013

Notary: /s/ Eileen M. Watson
COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Eileen M. Watson, Notary Public
City of Allentown, Lehigh County
My Commission Expires Jan. 23, 2017
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES