

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington D.C.  
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 (f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person  
 Kevin T. Kelly
2. Issuer Name and Ticker or Trading Symbol  
 Ferrellgas Partners, L.P. FGP
3. IRS or Social Security Number of Reporting Person (Voluntary)  
 ###-##-####
4. Statement for Month/Year  
 December 10, 1998
5. If Amendment Date of Original (Month/Year)
6. Relationship of Reporting Person to Issuer (Check all applicable)  
 Director  
 Officer (Give title below)  
 10% Owner  
 Other (specify below)  
  
 Chief Financial Officer
7. Individual or Joint/Group Filing (Ceck Applicable)  
 Form filed by One Reporting Perons  
 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)  
 Common Units
  2. Transaction Date (Month/Day/Year)  
 December 10, 1998
  3. Transaction Code (Instr.8)  
 P Code  
 N/A  V
  1. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)
- | Amount | (A) or (D) | Price     |
|--------|------------|-----------|
| 300    | (A)        | \$18.0625 |
5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)  
 565
  6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)  
 D
  7. Nature of Indirect Beneficial Ownership (Instr. 4)  
 N/A

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

1. Title of Derivative Security (Instr. 3)
2. Conversion or Exercise Price of Derivative Security
3. Transaction Date (Month/Day/Year)
4. Transaction code (Instr. 8)  
 Code

\_\_\_\_\_ V

5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,4, and 5)

\_\_\_\_\_ (A)  
\_\_\_\_\_ (D)

6. Date Exercisable and Expiration Date (Month/Day/Year)

\_\_\_\_\_ Date Exercisable  
\_\_\_\_\_ Expiration Date

7. Title and Amount of Underlying Securities (Instr. 3 and 4)

\_\_\_\_\_ Title  
\_\_\_\_\_ Amount or Number of Shares

8. Price of Derivative Security (Instr. 5)

9. Number of derivative Securities Beneficially Owned at End of Month (Instr. 4)

10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr.4)

Explanation of Responses:

/s/ Kevin T. Kelly

12/10/98

\_\_\_\_\_  
Signature of Reporting Person

\_\_\_\_\_  
Date

\*\*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.

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.