

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report: March 27, 1996

Date of Earliest Event Reported: March 23, 1996

Ferrellgas Partners, L.P.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

1-11331

(Commission File Number)

43-1698480

(I.R.S. Employer Identification No.)

One Liberty Plaza, Liberty, Missouri 64068

(Address of principal executive office, including zip code)

(816) 792-1600

(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS

On March 23, 1996 Ferrellgas, Inc., the General Partner of Ferrellgas Partners, L.P. and Ferrellgas, L.P., entered into a definitive Purchase Agreement with Superior Propane, Inc. ("Superior") of Toronto, Canada for the purchase of all of the stock of Skelgas Propane, Inc. ("Skelgas"), a subsidiary of Superior, for a cash purchase price of approximately \$85 million. The closing of the transaction is subject to customary conditions, including the expiration of the applicable waiting period under the Hart-Scott-Rodino Antitrust Improvements Act. Following the closing of the transaction, the General Partner intends to transfer the assets of Skelgas to Ferrellgas, L.P.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial statements of businesses acquired.

Not applicable.

(b) Pro forma financial information.

Not applicable.

(c) Exhibits.

The Exhibit listed in the Index to Exhibits is filed as part of this Current Report on Form 8-K.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FERRELLGAS PARTNERS, L.P.

By: FERRELLGAS, INC. (General Partner)

By: /s/ Danley K. Sheldon

Danley K. Sheldon
Senior Vice President and Chief
Financial Officer
(Principal Financial and
Accounting Officer)

Date: March 27, 1996

EXHIBIT INDEX

Exhibit No.	Description of Exhibit
99	Text of press release issued by Ferrellgas Partners, L.P. on March 25, 1996

For immediate release

Contacts

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Ferrellgas Announces Agreement
to Purchase Skelgas Propane, Inc.

LIBERTY, Mo. (March 25, 1996)--Ferrellgas Partners, L.P., (NYSE:FGP) announced today that it has signed a definitive agreement to purchase the stock of Skelgas Propane, Inc., a subsidiary of Superior Propane Inc., of Toronto, Canada, for total purchase consideration in excess of \$85 million. The closing of the transaction is subject to customary conditions, including regulatory approval.

Skelgas, which is the nation's seventh-largest propane supplier, operates 92 retail propane outlets across the United States, with sales of approximately 97 million gallons a year to residential, industrial/commercial and agricultural customers.

"Skelgas is an industry pioneer, a company with a long, impressive history of serving its customers and the propane industry," says James E. Ferrell, Ferrellgas Partners, L.P., chairman and chief executive officer. "We look forward to combining that strong reputation with our own. This acquisition will strengthen our presence in the propane industry. Because of the opportunity to combine operations, we believe the acquisition will enhance the Partnership's operating income and cash flow."

Skelgas was acquired by Superior Propane in 1990 as part of the corporation's expansion into the U.S. propane market. Superior is a wholly owned subsidiary of Norcen Energy Resources, Limited, of Calgary.

Based on retail gallons sold, Ferrellgas is the second-largest propane retailer in the United States with approximately 700,000 residential, industrial/commercial, agricultural and trading customers across the nation.

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