Williams Partners L.P. Form 4 December 06, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

may continue.

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

1(b).

Common

Units

12/06/2007

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * ARMSTRONG ALAN S			2. Issuer Name and Ticker or Trading Symbol Williams Partners L.P. [WPZ]			g	5. Relationship of Reporting Person(s) to Issuer			
						(Check all applicable)				
(Last)	(First) (1	Middle) 3. Da	te of Earliest T	ransaction						
ONE WILLI	IAMS CENTER	•	th/Day/Year) 6/2007				X Director X Officer (give below)		Owner er (specify er	
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
TULSA, OK	C 74172 (State)	(7:n)	(Month/Day/Yea	,	Securi	ties Aca	Applicable Line) _X_Form filed by 0Form filed by N Person uired, Disposed of	More than One Re	porting	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. , if Transact Code	4. Securi ion(A) or Di (Instr. 3,	ties Actisposed 4 and 5	quired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	•	
Common Units							10,000	D		

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

12/06/2007

P

5,000 A

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

I

5,000

Trust (1)

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title a		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								А	mount		
								01			
						Date	Expiration		umber		
						Exercisable	Date	of			
				Code V	(A) (D)			SI	hares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
Transfer and the same and the s	Director	Director 10% Owner Officer					
ARMSTRONG ALAN S							
ONE WILLIAMS CENTER	X		Chief Operating Officer				

Signatures

TULSA, OK 74172

William H. Gault, attorney-in-fact for Alan S.
Armstrong

**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) By the Shelly Stone Armstrong Trust dated August 10, 2004.

Remarks:

Chief Operating Officer and member of the Board of Directors of Williams Partners GP LLC, the general partner of Williams

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.

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