

STONEMOR PARTNERS LP  
Form 4  
March 20, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
FREEDMAN ALLEN

(Last) (First) (Middle)

C/O STONEMOR PARTNERS  
L.P., 311 VETERANS HIGHWAY,  
SUITE B

(Street)

LEVITTOWN, PA 19056

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
STONEMOR PARTNERS LP  
[STON]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/19/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
|   |                                      |  |                                | (A) or (D)  | Price   |  |   |
|   |                                      |  |                                | Code  | V   | Amount   |   |
| Common units representing limited partner interests | 03/19/2008                           |  | P                              | 1,000   | A   | \$ 17.56   | 13,298 I By wife                                      |
| Common units representing limited                   | 03/19/2008                           |  | P                              | 398   | A   | \$ 17.62   | 13,696 I By wife                                      |

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|  |            |   |     |   |             |        |   |         |  |
|--|------------|---|-----|---|-------------|--------|---|---------|--|
| partner<br>interests   |            |   |     |   |             |        |   |         |  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/19/2008 | P | 300 | A | \$<br>17.52 | 13,996 | I | By wife |  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/19/2008 | P | 600 | A | \$<br>17.54 | 14,596 | I | By wife |  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/19/2008 | P | 100 | A | \$<br>17.47 | 14,696 | I | By wife |  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/19/2008 | P | 300 | A | \$<br>17.51 | 14,996 | I | By wife |  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/19/2008 | P | 100 | A | \$<br>17.49 | 15,096 | I | By wife |  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/19/2008 | P | 156 | A | \$<br>17.53 | 15,252 | I | By wife |  |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 03/19/2008 | P | 494 | A | \$<br>17.48 | 15,746 | I | By wife |  |
| Common<br>units<br>representing                                    | 03/19/2008 | P | 83  | A | \$<br>17.43 | 15,829 | I | By wife |  |

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|   |            |   |       |   |          |        |   |         |
|---|------------|---|-------|---|----------|--------|---|---------|
| limited partner interests                           |            |   |       |   |          |        |   |         |
| Common units representing limited partner interests | 03/19/2008 | P | 67    | A | \$ 17.44 | 15,896 | I | By wife |
| Common units representing limited partner interests | 03/19/2008 | P | 502   | A | \$ 17.63 | 16,398 | I | By wife |
| Common units representing limited partner interests | 03/19/2008 | P | 3,501 | A | \$ 17.55 | 19,899 | I | By wife |
| Common units representing limited partner interests | 03/19/2008 | P | 899   | A | \$ 17.6  | 20,798 | I | By wife |
| Common units representing limited partner interests | 03/19/2008 | P | 1,000 | A | \$ 17.5  | 21,798 | I | By wife |
| Common units representing limited partner interests |            |   |       |   |          | 2,684  | D |         |

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

**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 control number.**

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(9-02)

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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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code V (A) (D)                 |   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |  |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| FREEDMAN ALLEN<br>C/O STONEMOR PARTNERS L.P.<br>311 VETERANS HIGHWAY, SUITE B<br>LEVITTOWN, PA 19056 |               | X         |         |       |

## Signatures

/s/ Shirley Herman,  
Attorney-in-Fact  
03/20/2008

\*\*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).

### Remarks:

The filing of this statement shall not be construed as an admission (a) that the person filing this statement is, for the purposes of this Form, a reporting person.

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.