

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Lucent Technologies Inc. Master Pension Trust</u> (Last) (First) (Middle) 600 MOUNTAIN AVENUE ROOM 7D-523 (Street) MURRAY HILL NJ 07974 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DORCHESTER MINERALS LP [DMLP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/27/2006	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)
			Code	V	Amount	(A) or (D)	Price			
Common Units	12/27/2006		S		978 ⁽¹⁾	D	\$22	2,828,648 ⁽²⁾	D	
Common Units	12/27/2006		S		37 ⁽³⁾	D	\$22.02	2,828,611 ⁽⁴⁾	D	
Common Units	12/27/2006		S		29 ⁽⁵⁾	D	\$22.06	2,828,582 ⁽⁶⁾	D	
Common Units	12/27/2006		S		55 ⁽⁷⁾	D	\$22.08	2,828,527 ⁽⁸⁾	D	
Common Units	12/27/2006		S		74 ⁽⁹⁾	D	\$22.1	2,828,453 ⁽¹⁰⁾	D	
Common Units	12/27/2006		S		74 ⁽¹¹⁾	D	\$22.11	2,828,379 ⁽¹²⁾	D	
Common Units	12/27/2006		S		3 ⁽¹³⁾	D	\$22.13	2,828,376 ⁽¹⁴⁾	D	
Common Units	12/27/2006		S		3 ⁽¹⁵⁾	D	\$22.14	2,828,373 ⁽¹⁶⁾	D	
Common Units	12/27/2006		S		37 ⁽¹⁷⁾	D	\$22.18	2,828,336	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Reporting person was actually allocated 977.82 common units at \$22.00 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)
- After allocation in footnote 1, common units owned by the Reporting Person would have been 2,828,648.18
- Reporting person was actually allocated 36.8571 common units at \$22.02 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)
- After allocation in footnote 3, common units owned by the Reporting Person would have been 2,828,611.3229
- Reporting person was actually allocated 29.8543 common units at \$22.06 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)
- After allocation in footnote 5, common units owned by the Reporting Person would have been 2,828,581.4686
- Reporting person was actually allocated 55.2857 common units at \$22.08 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)
- After allocation in footnote 7, common units owned by the Reporting Person would have been 2,828,526.1829
- Reporting person was actually allocated 73.7143 common units at \$22.10 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)
- After allocation in footnote 9, common units owned by the Reporting Person would have been 2,828,452.4686
- Reporting person was actually allocated 73.7143 common units at \$22.11 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)
- After allocation in footnote 11, common units owned by the Reporting Person would have been 2,828,378.7543
- Reporting person was actually allocated 2.58 common units at \$22.13 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)
- After allocation in footnote 13, common units owned by the Reporting Person would have been 2,828,376.1743
- Reporting person was actually allocated 3.3171 common units at \$22.14 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)
- After allocation in footnote 15, common units owned by the Reporting Person would have been 2,828,372.8572
- Reporting person was actually allocated 36.8572 common units at \$22.18 (out of total 1290 common units sold in nine transactions on 12/27/06 as reported herein)

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 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).

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.