SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

1. Name and Ad Goff Greg		2. Date of Event Requiring Staten (Month/Day/Year 10/16/2008	nent 🔤	3. Issuer Name and Ticker or Trading Symbol <u>DCP Midstream Partners, LP</u> [DPM]								
(Last) (First) (Middle) 370 17TH STREET					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			0	5. If Amendment, Date of Original Filed (Month/Day/Year)			
SUITE 2775						Officer (give title below)	Other (spe below)		6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street) DENVER	СО	80202							Form fil		Reporting Person e than One	
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)												
1. Title of Derivative Security (Instr. 4)			Expiration D	2. Date Exercisable and Expiration Date (Month/Day/Year)		itle and Amount of Secur lerlying Derivative Secur		4. Conversi or Exerci	se Form:	ip Ben (Inst	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
Explanation of			Date Exercisable	Expiration Date	n Title	3	Amount or Number of Shares	Price of Derivativ Security	Direct (D or Indire (I) (Instr.	st		

Remarks:

No securities are beneficially owned.

/s/ Michael S. Richards, Attorney-in-Fact

** Signature of Reporting Person

10/23/2008

Date

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 5 (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.