UNITED STATES
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 (Date of earliest event reported): September 18, 2008

SUNOCO LOGISTICS PARTNERS L.P.

(Exact name of registrant as specified in its charter)

Delaware	**1-31219**	**23-3096839**
(State or other jurisdiction of incorporation)	**(Commission file number)**	**(IRS employer identification number)**

1735 Market Street, Suite LL, Philadelphia, PA	**19103-7583**
(Address of principal executive offices)	**(Zip Code)**

(215) 977-3000
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. **Regulation FD Disclosure.**

At the UBS 2008 MLP Conference in Las Vegas, Nevada, held September 18 and 19, 2008, executives of Sunoco Partners LLC, the general partner of Sunoco Logistics Partners L.P. ("Partnership"), made available to certain research analysts, the information about the Partnership described in the slides attached to this report as Exhibit 99.1.

Exhibit 99.1 and the slides thereof are incorporated by reference herein. These slides are also available on the Partnership's website at www.sunocologistics.com, beginning at 9:00 a.m. EST on Thursday, September 18, 2008.

The information in this report, being furnished pursuant to Item 7.01 of Form 8-K, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended ("Exchange Act"), or otherwise subject to the liabilities of that Section, and is not incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. **Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No.	Exhibit
99.1	**Presentation made available September 18 and 19, 2008 by executives of Sunoco Partners LLC, the general partner of Sunoco Logistics Partners L.P.**

Forward-Looking Statements

Statements contained in the exhibits to this report that state the Partnership's or its management's expectations or predictions of the future are forward-looking statements. The Partnership's actual results could differ materially from those projected in such forward-looking statements. Factors that could affect those results include those mentioned in the documents that the Partnership has filed with the Securities and Exchange Commission.

SIGNATURE

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 thereunto duly authorized.

SUNOCO LOGISTICS PARTNERS L.P.

**By: Sunoco Partners LLC,
its General Partner**

By: /s/ MICHAEL D. GALTMAN
Michael D. Galtman
Controller and Chief Accounting Officer

September 18, 2008
Philadelphia, PA

EXHIBIT INDEX

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Exhibit 99.1

Sunoco Logistics

Sunoco Logistics Partners L.P.

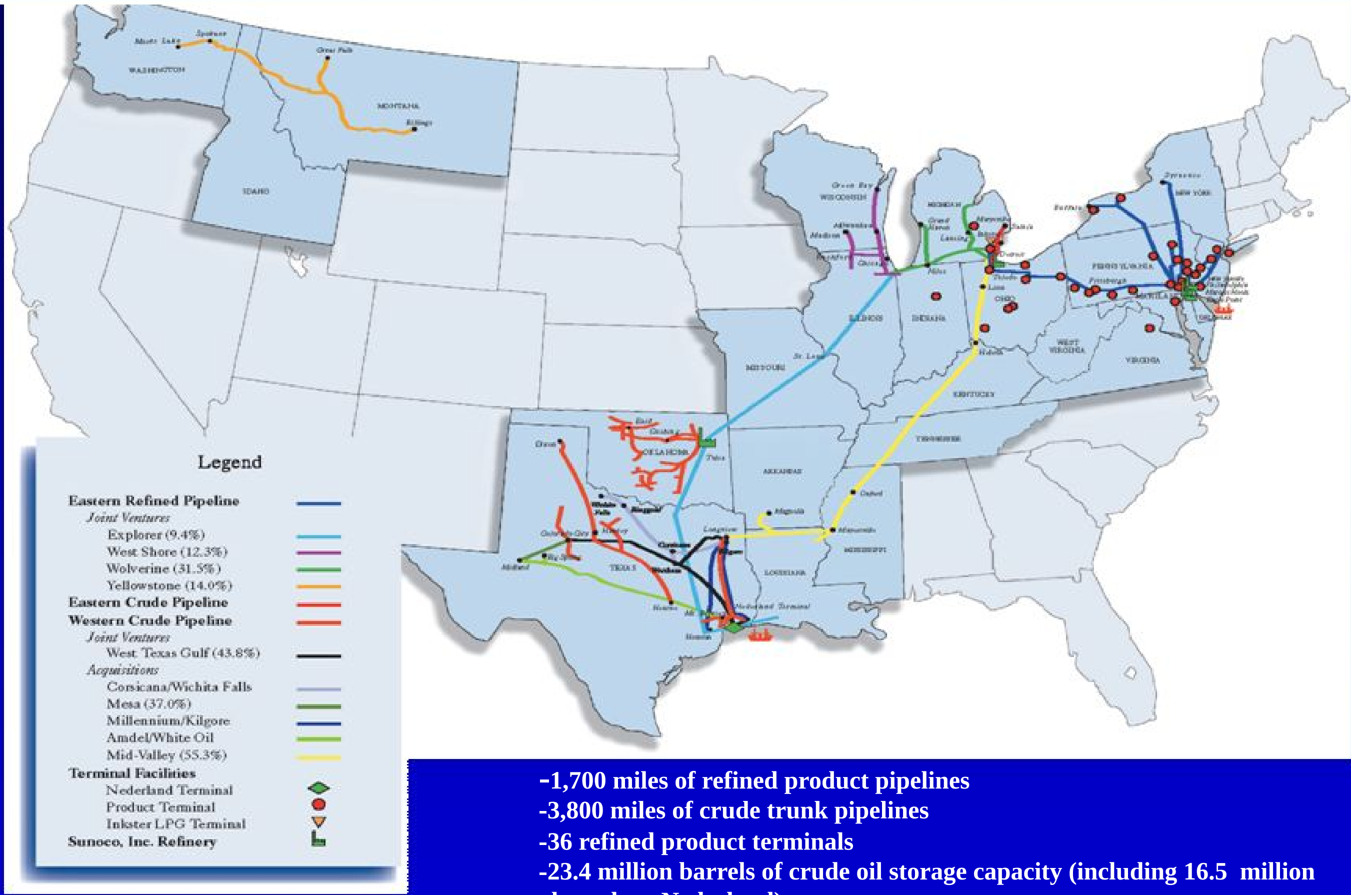
UBS 2008 MLP Conference
September 2008

Forward-Looking Statements

Statements made in this presentation that are not historical facts are forward-looking statements. We believe the assumptions underlying these statements are reasonable, but caution you that such forward-looking statements involve risks that may affect our prospects and performance, causing actual results to differ from those discussed here. Such risks and uncertainties include: our ability to consummate announced acquisitions and integrate them into existing operations; our ability to complete internal growth projects; the ability of such acquisitions and internal growth projects to be cash-flow accretive; increased competition; changes in demand for crude oil we buy and sell, as well as for crude oil and refined products we store and distribute; the loss of a major customer; changes in our tariff rates; changes in throughput of third-party pipelines connected to our pipelines and terminals; changes in levels of environmental remediation spending; potential equipment malfunction; potential labor relations problems; the legislative or regulatory environment; plant construction/repair delays; and political and economic conditions, including the impact of potential terrorists acts and international hostilities.

These and other applicable risks and uncertainties are described more fully in our 2008 Form 10-Q (filed with the Securities and Exchange Commission on August 6, 2008). We undertake no obligation to update publicly any forward-looking statements in this presentation, whether as a result of new information or future events. This presentation includes certain non-GAAP financial measures intended to supplement, not substitute for, comparable GAAP measures. Reconciliations of non-GAAP financial measures to GAAP financial measures are provided in the appendix at the end of this presentation.

Sunoco Logistics – Asset Overview



- 1,700 miles of refined product pipelines
- 3,800 miles of crude trunk pipelines
- 36 refined product terminals
- 23.4 million barrels of crude oil storage capacity (including 16.5 million barrels at Nederland)
- Ownership interest in 6 product and crude oil pipelines

Key Business Attributes

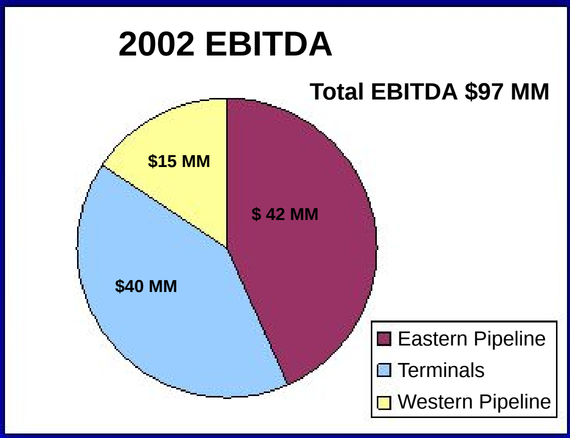
- Stable fee based revenue – limited commodity risk
  - 12.4% LP Distribution CAGR since 2002 IPO
  - LP distribution increased in 20 of last 21 quarters
- Geographically diverse assets – expanded asset footprint
  - Serve key U.S. refining and production centers in U.S. Northeast, Midwest, and Gulf Coast
  - Provide transportation and storage services to meet growing requirements from foreign crude into the Texas Gulf region
  - Successful completion and integration of 12 acquisitions since 2002
    - MagTex will be the 13th acquisition
- Key strategic relationship with Sunoco

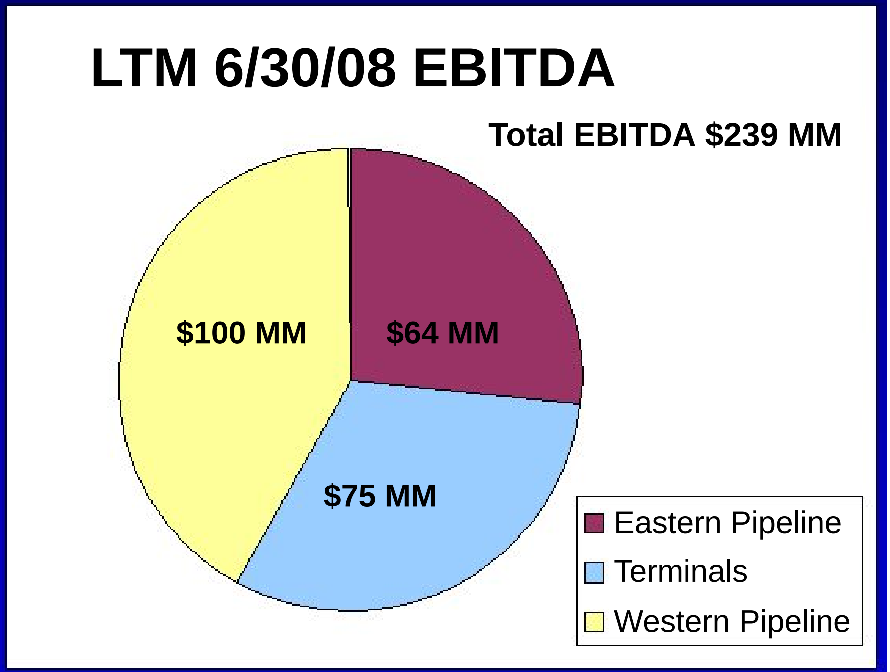
Key Business Attributes

- Strong business fundamentals
  - Refined product and crude oil pipelines
    Growth driven by:
    - Demand driven throughput increases
    - Tariff increases (PPI influenced)
    - Increased terminal services
  - Crude Oil Marine Terminal
    Growth driven by:
    - Shortage of storage infrastructure creates supply demand imbalance
    - Rising tank construction costs make existing storage assets more valuable
    - Continuation of capacity expansion plan
  - Long term contracts
- Flexible capital structure to support growth
  - Strong, stable investment grade credit rating
  - Debt to EBITDA at 2.2x's among the lowest in the midstream MLP sector

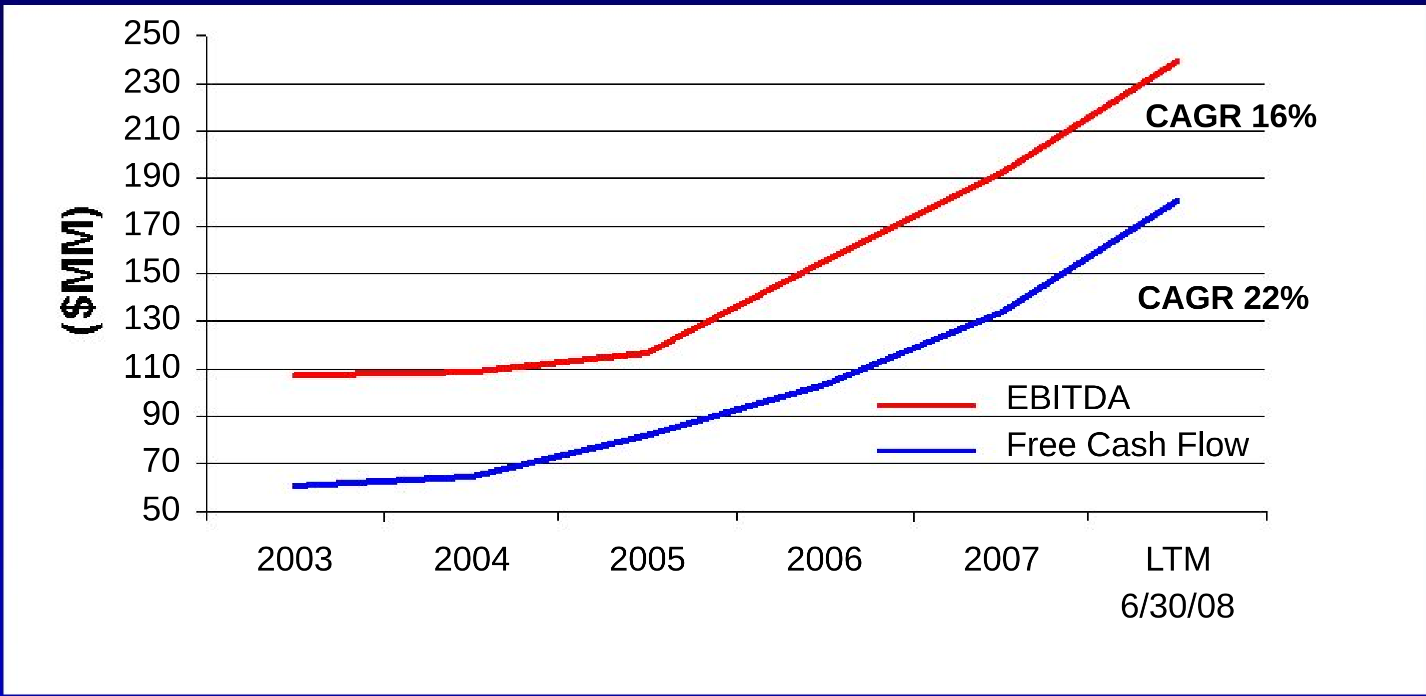
Financial Performance

Financial & Operational Measures





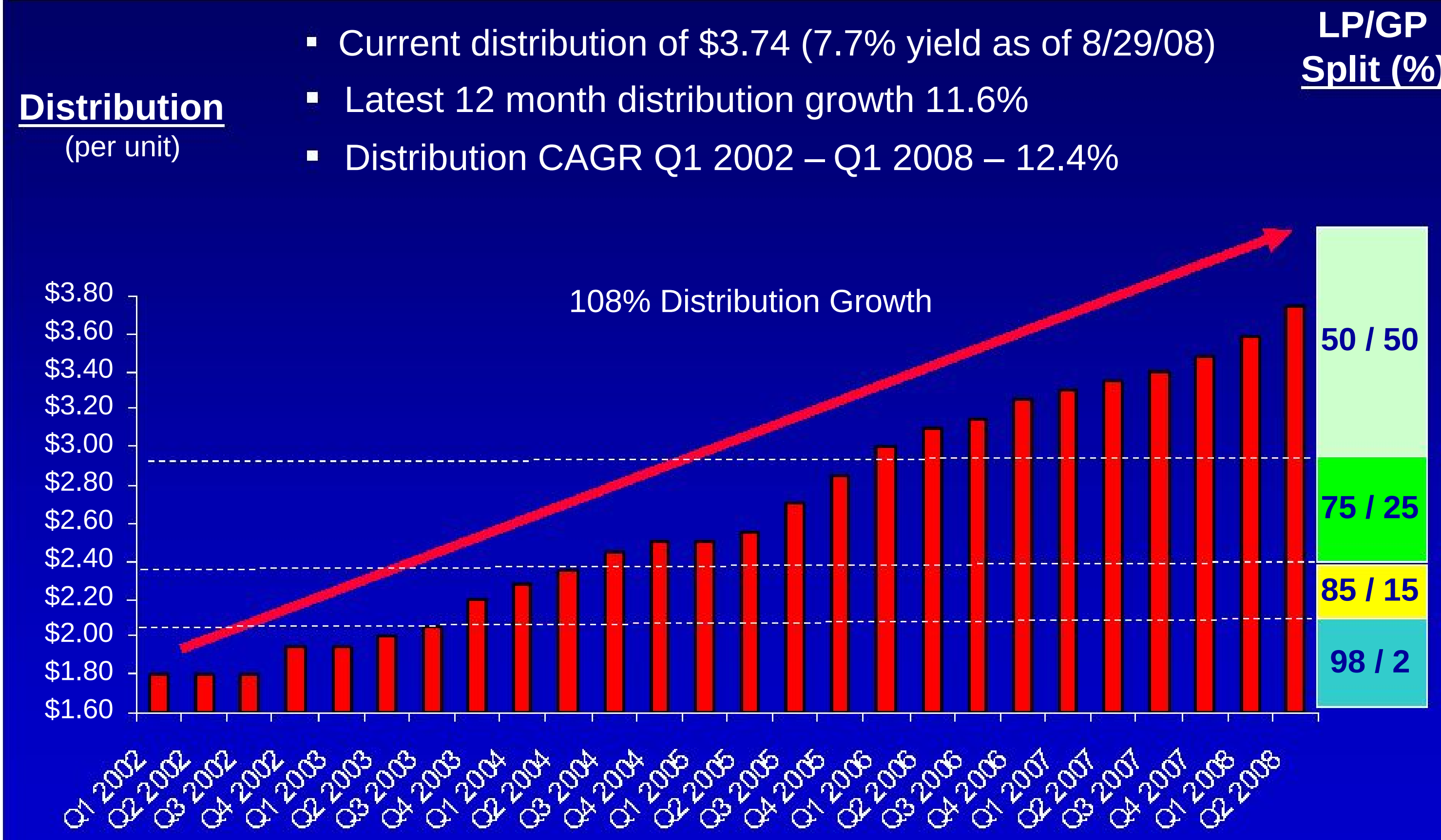
EBITDA & Free Cash Flow*



* For a reconciliation of EBITDA & free cash flow to net income see slide 39.

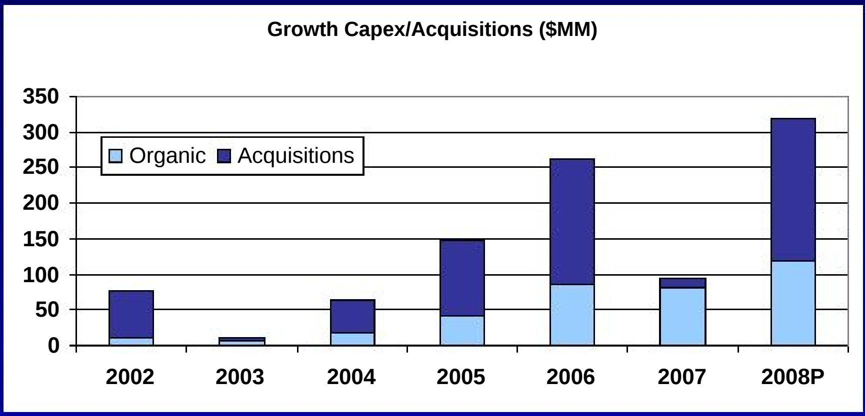
Distribution Summary

- Current distribution of $3.74 (7.7% yield as of 8/29/08)
- Latest 12 month distribution growth 11.6%
- Distribution CAGR Q1 2002 – Q1 2008 – 12.4%



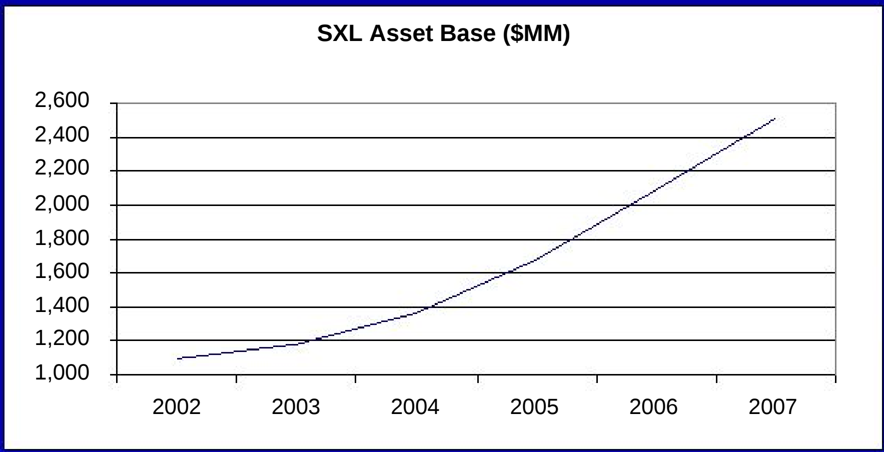
Over the last 4 years distribution growth has been top quartile among our competitive group.

Financial Summary

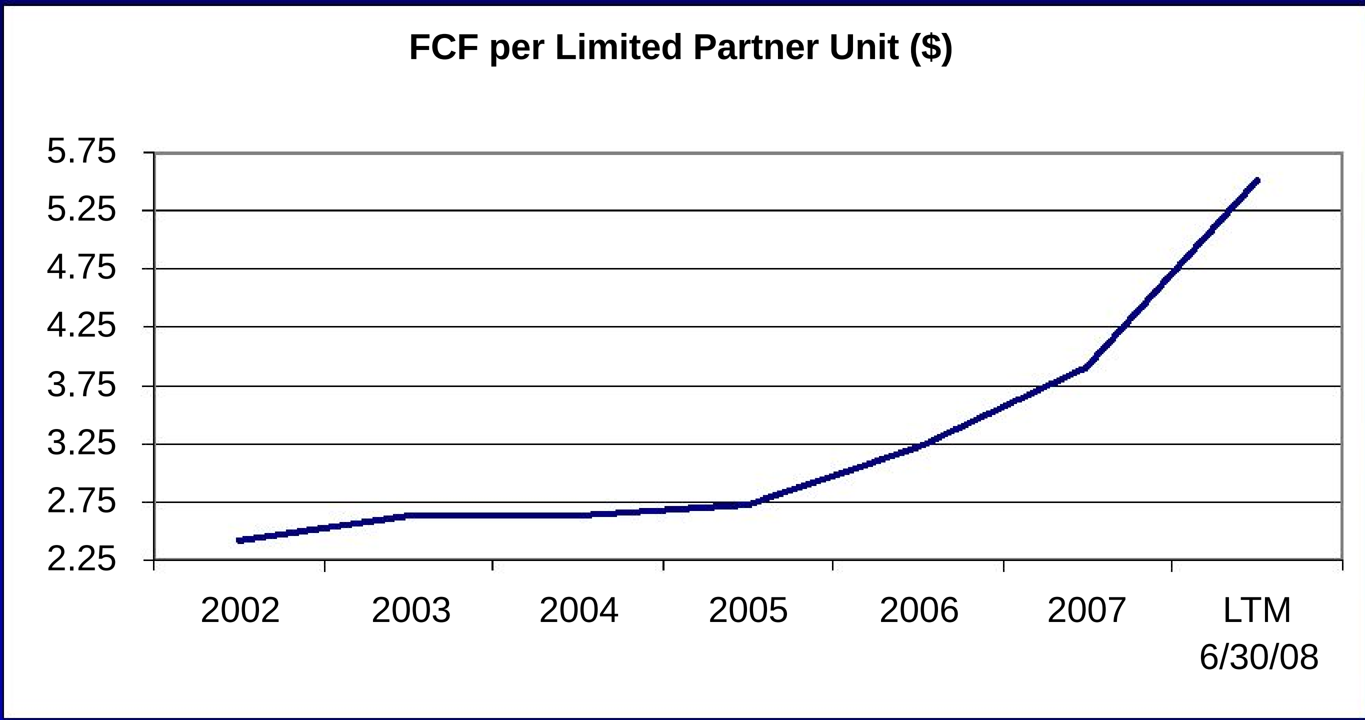


Growth Capex & Acquisitions Investment since IPO: $1B

Total Asset Growth: 129%



Financial Summary



FCF per LP Unit Growth: 129%

FCF per LP Unit Growth since 2004: 110%

Other Financial Metrics

■ Debt-EBITDA ratio at 6/30/08	2.2
■ Debt/Total Capital at 6/30/08	45%
■ Unutilized revolver capacity at 6/30/08	$410 MM
■ Distribution coverage -twelve months ended 6/30/08	1.47x
■ Stable investment grade rating	BBB/Baa2 (S&P, Moody's)
■ Year ended 12/31/07 Revenues	$7,406 MM

Growth Opportunities

Growth Opportunities

- Increased Asset Utilization
  - Increased terminalling services
  - Expanded capability of lease acquisition marketing group
  - Demand driven throughput growth
  - Acquisition integration

Growth Opportunities

- Increased Asset Utilization
- **Margin Improvement**
  - **FERC tariffs, market based tariffs**
  - **Crude oil storage infrastructure shortage**
  - **Additional terminalling services**

Growth Opportunities

- Increased Asset Utilization
- Margin Improvement
- Asset Base Expansion
  - MagTex refined products pipeline & terminals acquisition and integration
  - Nederland build out
  - Motiva Pipeline project
  - Other organic growth

Growth Opportunities

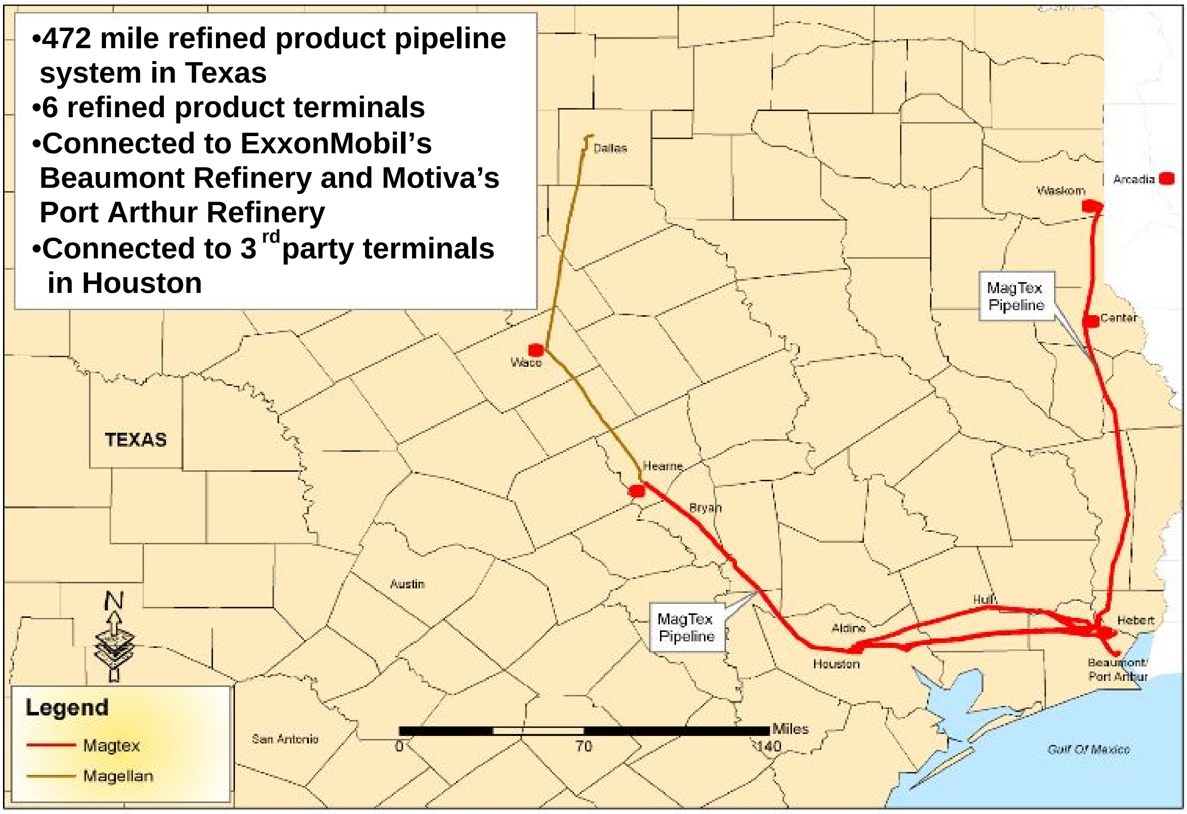
- Increased Asset Utilization
- Margin Improvement
- Asset Base Expansion

Estimated Annual Free Cash Flow Growth After Financing
2008 – 2010
$20 MM - $40 MM

MagTex Pipeline System

MagTex Acquisition from ExxonMobil

- 472 mile refined product pipeline system in Texas
- 6 refined product terminals
- Connected to ExxonMobil's Beaumont Refinery and Motiva's Port Arthur Refinery
- Connected to 3rd party terminals in Houston



MagTex Strategic Rationale

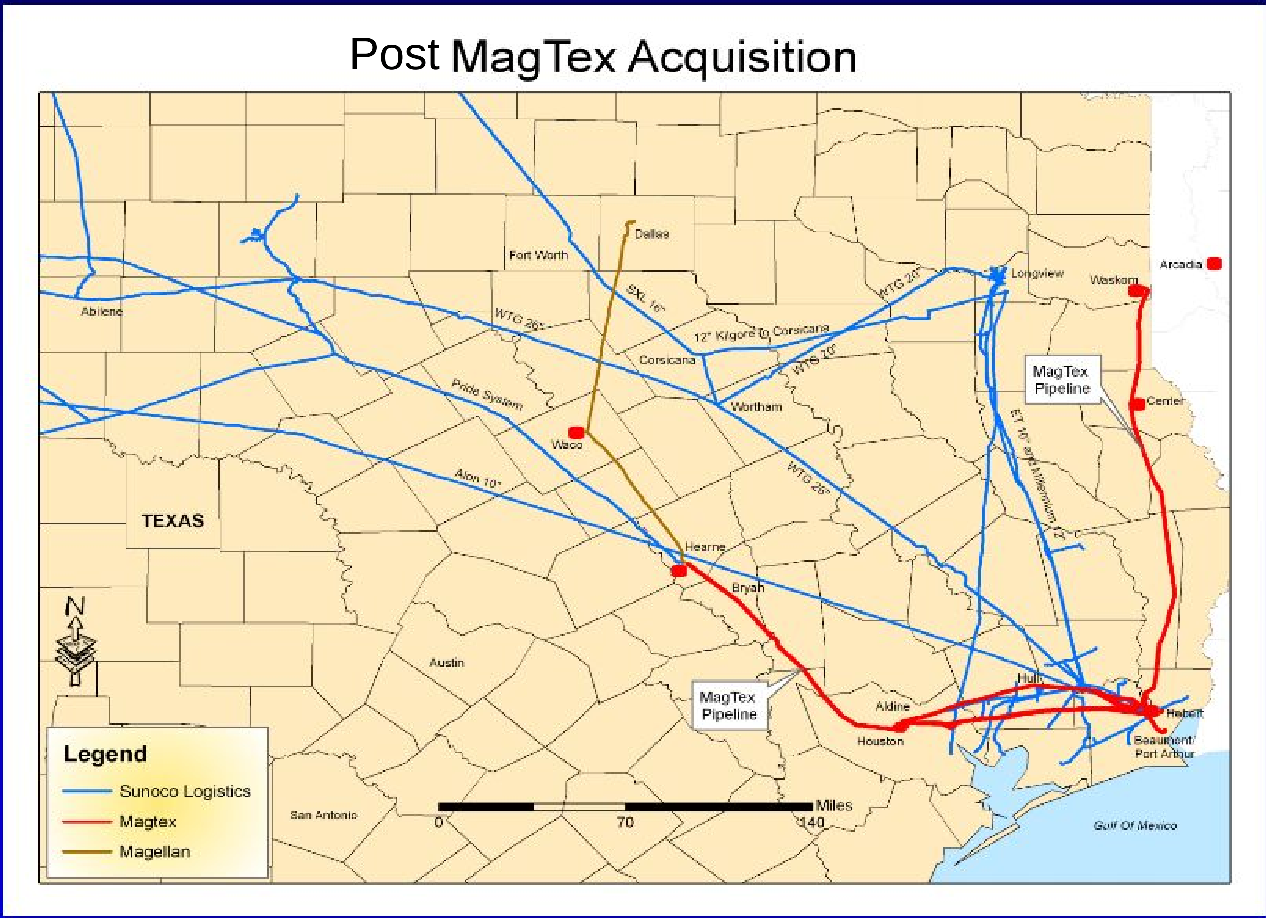
- Establishes refined product platform for SXL in the Western Region
- Connected to expanding refineries on the Gulf Coast
- Supplies growing Houston market
- Synergies with existing operations
- Provides opportunities for organic growth projects

MagTex Transaction

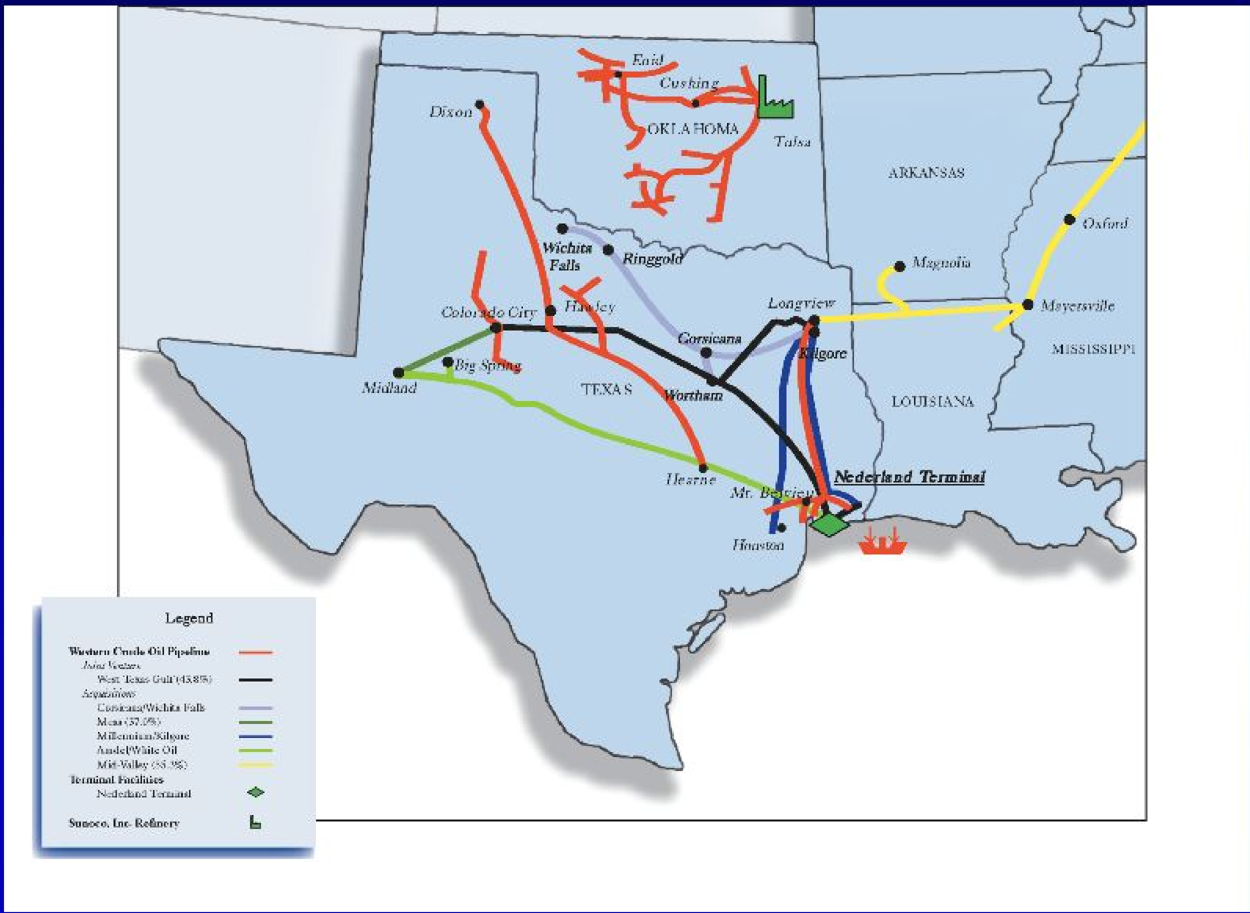
- Purchase price of $200 MM
  - Support of $5.5 MM from the GP (Sunoco) over 4 years to provide accretion to Limited Partners
- Acquisition will be debt financed
- Continuing to work through conditions to closing, with close expected in Q4 2008

Immediately Accretive Plus Growth Opportunities

Western Pipeline System



Western Crude Oil System



Sunoco Logistics - Nederland Terminal

Crude Oil Tank Capacity: 16.5 million barrels

•Canadian Crude Oil
•Offshore domestic pipeline
•Strategic Petroleum Reserve
•Foreign Crude Oil

•Close to refining centers
-Houston
-Lake Charles
-Port Arthur

Nederland Terminal –
Key Drivers of Crude Oil Tank Demand

- Increased foreign imports into the Gulf – Waterborne and Canadian
- Refinery Expansions
  - Increasing regulations governing inspections, repair, modification and construction have led to greater outsourcing, more tanks taken out of service
- Segregation of increasing number of crude grades
- Tankage provides a logistics buffer during current period of tight worldwide supply and demand

Nederland Terminal Build Out

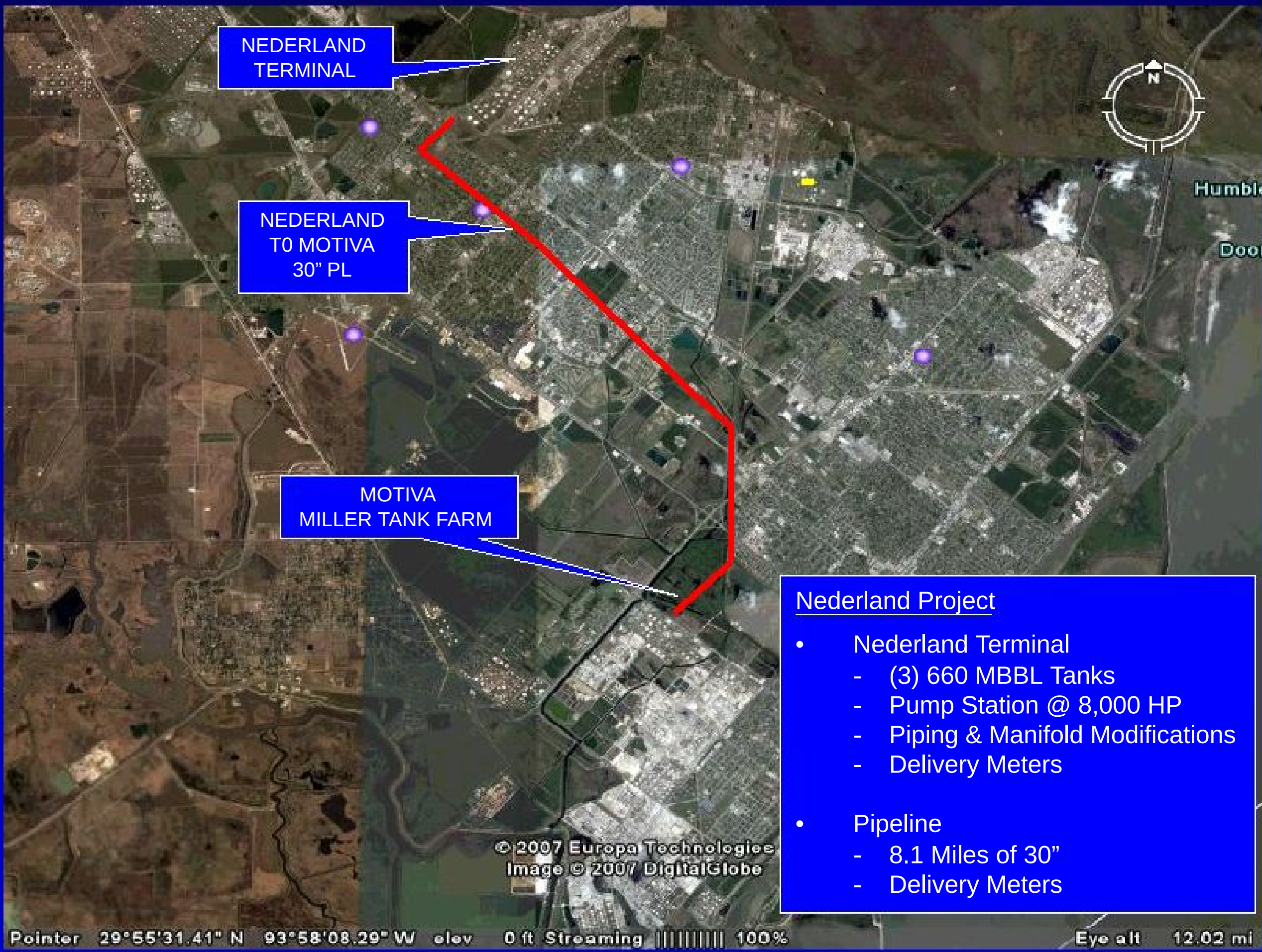
Shell Capacity	MM BBLS
January 2008	14.7
2008 Construction	1.8
Motiva Project – 2009 - 2010	2.0
Additional Buildout Capability	12.0
Total Potential Capacity	30.5

Expect to Increase Capacity by 2 - 3 MM Barrels per year
2008 - 2010

Nederland Terminal – Motiva Port Arthur Project

- Provide crude oil logistics for Motiva Port Arthur refinery expansion
- Construct 1.8 million barrels of tankage at Nederland Terminal and 8.1 mile pipeline to refinery
  - Estimated cost: $90 MM
  - Completion Date: 2009- 2010
- Increases Nederland's extensive connectivity to Gulf Coast and inland refineries
  - Additional capacity available on pipeline
- Immediately accretive upon completion

Motiva Project Map



Nederland Project

- Nederland Terminal
  - (3) 660 MBBL Tanks
  - Pump Station @ 8,000 HP
  - Piping & Manifold Modifications
  - Delivery Meters
- Pipeline
  - 8.1 Miles of 30"
  - Delivery Meters

Summary

Sunoco Logistics Forward Guidance

	Estimated Annual 2008 - 2010
Capital Expenditures	
Maintenance	$26 MM
Organic Growth	$100-$150 MM
Increased Free Cash Flow (after financing)	$20-$40 MM

- 2008 Earnings per LP unit are expected to be comparable to first half level of $2.17
- Targeting 2009 distribution growth at 10% or higher

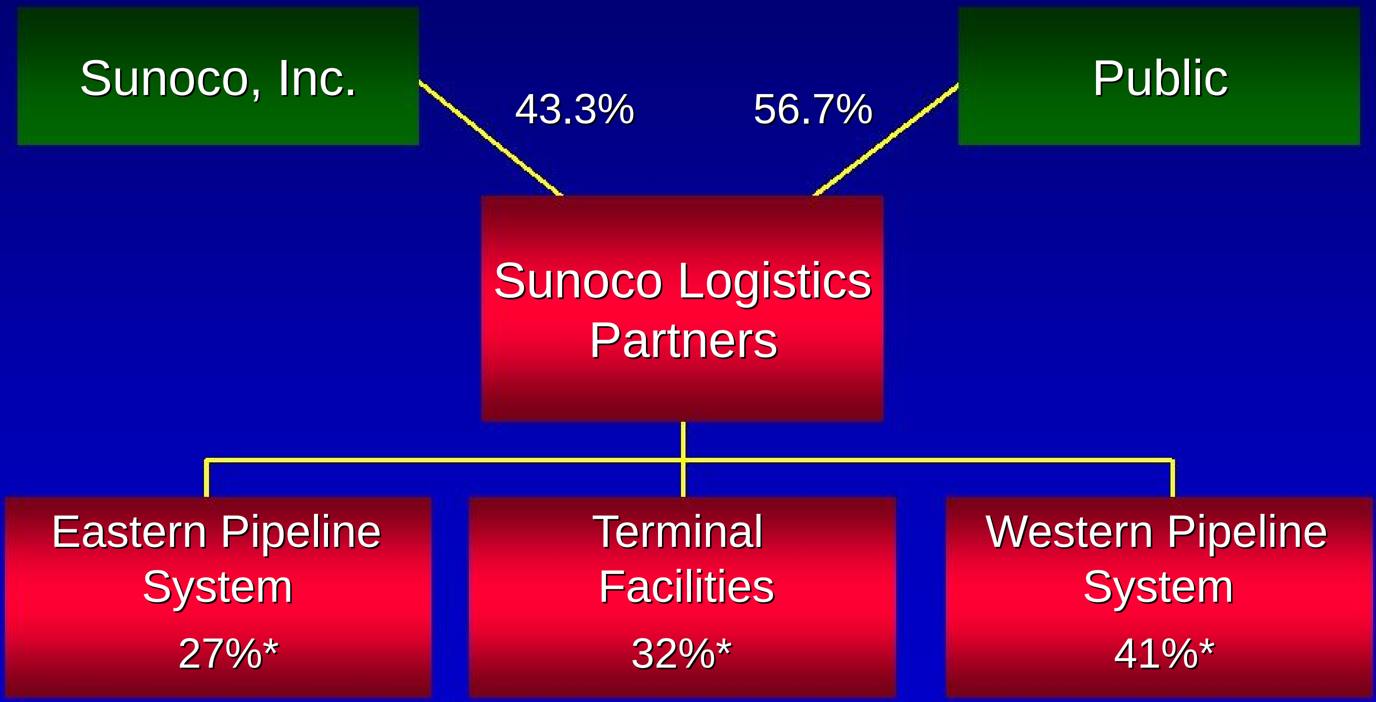
Sunoco Logistics Partners

Summary

- Conservative balance sheet, stable & diversified cash flows
  - Debt/EBITDA at 2.5x as of June 30, 2008 among the lowest in Midstream MLP group
- Geographically diverse, flexible assets
  - opportunities for increased utilization / capacity expansion
  - well positioned for accretive organic growth projects and acquisitions
- Key relationship with Sunoco, Inc. - largest investor and largest customer
- Diversified customer base and expanded business platform from recent acquisitions
- Experienced, growth oriented management team
- Strong, consistent financial performance

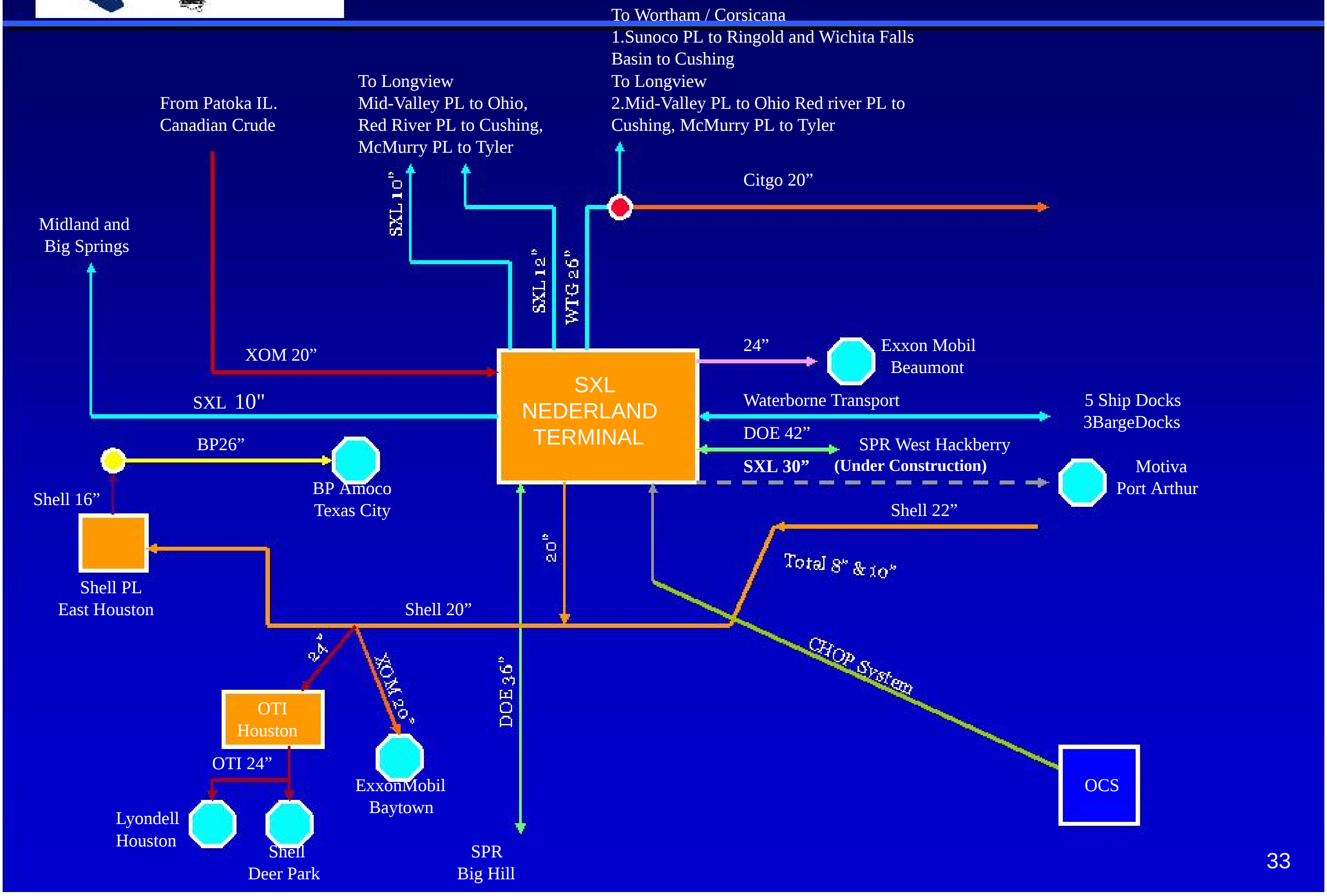
Appendix

Sunoco Logistics Partners



* *EBITDA % for the 12 months ended June 30, 2008*

NEDERLAND TERMINAL DISTRIBUTION SYSTEM



Completed Transaction History

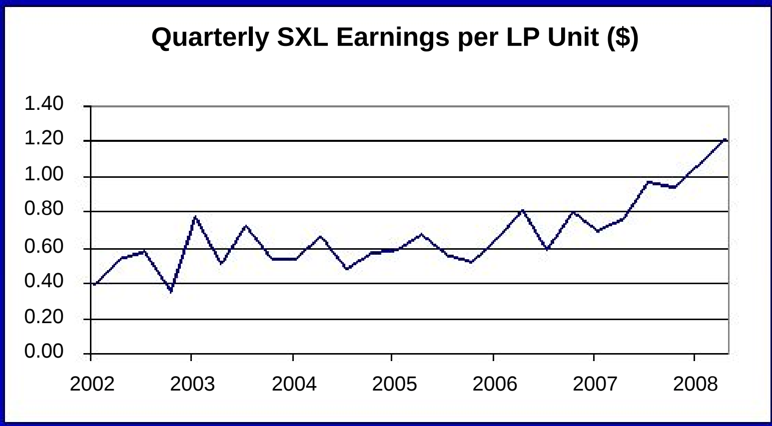
- **$610mm in acquisitions since IPO**

Nov. 2002	■ JV interests in 3 product pipelines from Unocal, for $54.0mm - Wolverine (31.5%), West Shore (9.2%), and Yellowstone (14.0%)
Nov. 2002	■ JV interest from Sunoco/ Unocal in West Texas Gulf for $11mm
Sept. 2003	■ Additional 3.1% interest in West Shore for $4mm: now own 12.3%
March 2004	■ Logistics assets of Eagle Point refinery from Sunoco, Inc. for $20.0mm
April 2004	■ 2 product terminals from ConocoPhillips for $12mm: Baltimore/Manassas
June 2004	■ Additional 1/3 interest in Harbor Pipeline from El Paso for $7mm, increasing interest to 2/3rds
Nov. 2004	■ Columbus, Ohio product terminal from Certified Oil for $8mm
Aug. 2005	■ Texas crude oil pipeline from ExxonMobil for $100mm
Dec. 2005	■ 37% interest in Mesa crude oil pipeline from Sunoco/Chevron for $7mm
March 2006	■ Texas crude oil pipelines from Black Hills for $41mm ■ Texas crude oil pipelines from Alon for $68mm
August 2006	■ 55.3% interest in Mid-Valley Pipeline Company from Sunoco for $65 MM
June 2007	■ 50% undivided interest in Syracuse, New York refined products terminal from Exxon Mobil for $13mm
April 2008	■ Purchase Agreement to acquire Texas refined product pipelines and terminals from Exxon Mobil for $200mm – anticipated closing July 2008

Financial Summary

Total Unit Price Growth: 108%

Unit Price CAGR: 12%



Total EPU Growth: 210%

EPU CAGR: 17%

Sunoco Logistics – Growth Capital

($mm)

	2002	2003	2004	2005	2006	2007	Est. 2008
Organic	12	6	18	43	87	82	120
Acquisitions	65	4	47	106	174	13	200
Total	77	10	65	149	261	95	320

Capitalization

($ millions)

	As of 6/30/08	
Debt		
7.25% Notes (matures 2012)	250	fixed
6.125% Senior Notes (matures 2016)	175	fixed
$400 MM Revolver (matures 2012)	90	floating
$100 MM Revolver (matures 2009)	-	floating
Cash	(2)	
Net Debt	513	
• Debt / Total Capital	45%	
• Debt / EBITDA	2.2x	
• EBITDA / Interest	7.3x	

Rating: BBB / Baa2 (S&P, Moody's)
Stable, Investment Grade

Historical Financial Results

($millions)						6/30/08
EBITDA	**2003**	**2004**	**2005**	**2006**	**2007**	**LTM**
East	48	45	43	54	58	64
Terminals	41	48	51	54	68	75
West	18	16	23	47	67	100
Total EBITDA	**107**	**109**	**117**	**155**	**193**	**239**
Interest Expense	(20)	(20)	(22)	(28)	(35)	(33)
Maintenance Capex	(26)	(24)	(23)	(24)	(24)	(23)
Unusual Events	-	-	10	-	-	-
Free Cash Flow	**61**	**65**	**82**	**103**	**134**	**183**
GP Interest	(1)	(3)	(4)	(14)	(22)	(26)
Net to LPs	**60**	**62**	**78**	**89**	**112**	**157**
Yearly Distribution ($/unit)	**$1.99**	**$2.32**	**$2.56**	**$3.03**	**$3.33**	**$3.45**
Coverage Ratio	**1.33x**	**1.14x**	**1.22x**	**1.05x**	**1.15x**	**1.47x**

EBITDA Reconciliation

	2003	2004	2005	2006	2007	LTM 6/30/08
Net Income	**60**	**57**	**61**	**90**	**121**	**162**
Interest Expense	20	20	22	28	35	33
Depreciation and amortization	27	32	34	37	37	44
EBITDA[1]	**107**	**109**	**117**	**155**	**193**	**239**
Interest Expense	(20)	(20)	(22)	(28)	(35)	(33)
Maintenance Capex	(26)	(24)	(23)	(24)	(24)	(25)
Unusual Events	-	-	10	-	-	-
Free Cash Flow	**61**	**65**	**82**	**103**	**134**	**181**

Management of the Partnership believes EBITDA and distributable cash flow information enhances an investor's understanding of a business' ability to generate cash for payment of distributions and other purposes. In addition, EBITDA is also used as a measure in the Partnership's $400 million and $100 million revolving credit facilities in determining its compliance with certain covenants. However, there may be contractual, legal, economic or other reasons which may prevent the Partnership from satisfying principal and interest obligations with respect to indebtedness and may require the Partnership to allocate funds for other purposes. EBITDA and distributable cash flow do not represent and should not be considered alternatives to net income, operating income or cash flows from operating activities as determined under United States generally accepted accounting principles and may not be comparable to other similarly titled measures of other businesses.

(1) Earnings before interest, taxes, depreciation and amortization