

**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) **October 19, 2006**

**TRANSMONTAIGNE PARTNERS L.P.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**001-32505**  
(Commission File Number)

**34-2037221**  
(I.R.S. Employer  
Identification Number)

**1670 Broadway, Suite 3100, Denver, CO 80202**  
(Address of principal executive offices)

Registrant's telephone number, including area code: **303-626-8200**

**Not Applicable**  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ 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 8.01 Other Events.**

On October 19, 2006, we issued a press release, which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements, Pro Forma Financial Information and Exhibits.**

(d) Exhibits.

| <u>Exhibit No.</u> | <u>Description of Exhibit</u>                                      |
|--------------------|--|
| 99.1               | TransMontaigne Partners L.P. press release dated October 19, 2006. |

**SIGNATURE**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

TRANSMONTAIGNE PARTNERS L.P.

Date: October 23, 2006

By: TransMontaigne GP L.L.C., its general partner

By: /s/ Randall J. Larson  
Randall J. Larson  
President and Chief Executive Officer,  
Chief Financial Officer and  
Chief Accounting Officer

**Exhibit Index**

| <u>Exhibit No.</u> | <u>Description of Exhibit</u>                                      |
|--------------------|--|
| 99.1               | TransMontaigne Partners L.P. press release dated October 19, 2006. |



Contact: Donald H. Anderson, Chairman  
Randall J. Larson, President/CFO  
303-626-8200

**TRANSMONTAIGNE PARTNERS L.P. DECLARES DISTRIBUTION**

**Thursday, October 19, 2006**

**Immediate Release**

**Denver, Colorado**— TransMontaigne Partners L.P. (NYSE:TLP) announced that on October 19, 2006 it declared a distribution of \$0.43 per unit for the period from July 1, 2006 through September 30, 2006. This distribution is payable on November 7, 2006 to the unitholders of record on October 31, 2006.

TransMontaigne Partners L.P. is a refined petroleum products terminaling and pipeline company based in Denver, Colorado with operations currently in Florida, Southwest Missouri and Northwest Arkansas. We provide integrated terminaling, storage, pipeline and related services for companies engaged in the distribution and marketing of refined petroleum products and crude oil, including TransMontaigne Inc. The Company handles light refined products such as gasolines, distillates (including heating oil) and jet fuels; heavy refined products such as residual fuel oils and asphalt; and crude oil. Corporate news and additional information about TransMontaigne Partners L.P. is available on the Company's web site: [www.transmontaignepartners.com](http://www.transmontaignepartners.com).

**Forward-Looking Statements**

*This press release includes statements that may constitute forward-looking statements made pursuant to the safe harbor provision of the Private Securities Litigation Reform Act of 1995. This information may involve risks and uncertainties that could cause actual results to differ materially from the forward-looking statements. Although the Company believes that the expectations reflected in such forward-looking statements are based on reasonable assumptions, such statements are subject to risks and uncertainties that could cause actual results to differ materially from those projected.*

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