

Guilfoyle Elaine R  
Form 3  
December 22, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 \*

Â Huigens Mary Catherine  
(Last) (First) (Middle)

BOK PLACE @ SOUTHERN HILLS,Â 5727 S. LEWIS STREET  
(Street)

TULSA,Â OKÂ 74105  
(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
03/20/2008

3. Issuer Name and Ticker or Trading Symbol  
Alliance Holdings GP, L.P. [AHGP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer  Other  
(give title below) (specify below)  
Member of 13d group (over 10%)

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

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 Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Units	552,972	I (1) (2) (4)	By trust. (3) (4)
Common Units	552,972	I (1) (2) (5)	By trust. (3) (5)
Common Units	552,972	I (1) (2) (6)	By trust. (3) (6)
Common Units	552,972	I (1) (2) (7)	By trust. (3) (7)
Common Units	1,102,895	I (1) (2) (9)	By trust. (8) (9)
Common Units	1,102,895	I (1) (2) (10)	By trust. (8) (10)
Common Units	1,102,895	I (1) (2) (11)	By trust. (8) (11)
Common Units	1,102,894	I (1) (2) (12)	By trust. (8) (12)

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Huigens Mary Catherine BOK PLACE @ SOUTHERN HILLS 5727 S. LEWIS STREET TULSA, OK 74105	Â	Â	Â	Member of 13d group (over 10%)
Guilfoyle Elaine R BOK PLACE @ SOUTHERN HILLS 5727 S. LEWIS STREET TULSA, OK 74105	Â	Â	Â	Member of 13d group (over 10%)
Joseph W. Craft III 2006 Irrevocable Trust FBO Josheph W. Craft IV dated February 27, 2006 BOK PLACE @ SOUTHERN HILLS 5727 S. LEWIS STREET TULSA, OK 74105	Â	Â	Â	Member of 13d group (over 10%)
Joseph W. Craft III 2006 Irrevocable Trust FBO Caroline B. Fiddes dated February 27, 2006 BOK PLACE @ SOUTHERN HILLS 5727 S. LEWIS STREET TULSA, OK 74105	Â	Â	Â	Member of 13d group (over 10%)
Joseph W. Craft III 2006 Irrevocable Trust FBO Ryan E. Craft dated February 27, 2006 BOK PLACE @ SOUTHERN HILLS 5727 S. LEWIS STREET TULSA, OK 74105	Â	Â	Â	Member of 13d group (over 10%)
Joseph W. Craft III 2006 Irrevocable Trust FBO Kyle O. Craft dated February 27, 2006 BOK PLACE @ SOUTHERN HILLS 5727 S. LEWIS STREET	Â	Â	Â	Member of 13d group (over 10%)

TULSA, OK 74105

The Joseph W. Craft III Grantor Retained Annuity Trust FBO  
Joseph W. Craft IV U/A Dated February 27, 2006  
BOK PLACE @ SOUTHERN HILLS  
5727 S. LEWIS STREET  
TULSA, OK 74105

^ ^ ^

Member of 13d  
group (over 10%)

The Joseph W. Craft III Grantor Retained Annuity Trust FBO  
Caroline B. Fiddes U/A Dated February 27, 2006  
BOK PLACE @ SOUTHERN HILLS  
5727 S. LEWIS STREET  
TULSA, OK 74105

^ ^ ^

Member of 13d  
group (over 10%)

The Joseph W. Craft III Grantor Retained Annuity Trust FBO Ryan  
E. Craft U/A Dated February 27, 2006  
BOK PLACE @ SOUTHERN HILLS  
5727 S. LEWIS STREET  
TULSA, OK 74105

^ ^ ^

Member of 13d  
group (over 10%)

The Joseph W. Craft III Grantor Retained Annuity Trust FBO Kyle  
O. Craft U/A Dated February 27, 2006  
BOK PLACE @ SOUTHERN HILLS  
5727 S. LEWIS STREET  
TULSA, OK 74105

^ ^ ^

Member of 13d  
group (over 10%)

## Signatures

/s/ Mary Catherine Huigens by Megan Cordle, pursuant to power of attorney dated August 11,  
2008

12/22/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) This Form 3 is being filed by Mary Catherine Huigens, along with Elaine R. Guilfoyle and the eight (8) trust entities listed on the Joint Filer Information Statement attached as Exhibit 24.1 hereto (collectively, the "Reporting Persons"). On March 20, 2008, Ms. Huigens and Ms. Guilfoyle became co-trustees of each of the eight trusts that are Reporting Persons hereunder, but neither Ms. Huigens nor Ms. Guilfoyle have any pecuniary interest in the securities of Alliance Holdings GP, L.P. held by such trusts. Each Reporting Person may be deemed to be part of a 13(d) group owning more than 10% of the securities of Alliance Holdings GP, L.P. (continue footnote 2)

(2) For purposes of Section 16 of the Securities Exchange Act of 1934, each Reporting Person disclaims beneficial ownership of any such securities, except to the extent of her or its pecuniary interest therein, if any, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 or otherwise.

(3) Prior to the appointment of Ms. Huigens and Ms. Guilfoyle as co-trustees on March 20, 2008, A. Wellford Tabor served as the sole trustee of the Trust.

(4) These shares are owned directly by the Joseph W. Craft III 2006 Irrevocable Trust FBO Joseph W. Craft IV dated February 27, 2006.

(5) These shares are owned directly by the Joseph W. Craft III 2006 Irrevocable Trust FBO Caroline B. Fiddes dated February 27, 2006.

(6) These shares are owned directly by the Joseph W. Craft III 2006 Irrevocable Trust FBO Ryan E. Craft dated February 27, 2006.

(7) These shares are owned directly by the Joseph W. Craft III 2006 Irrevocable Trust FBO Kyle O. Craft dated February 27, 2006.

(8) The shares held in this trust were originally held by the Joseph W. Craft III Grantor Retained Annuity Trust, of which Joseph W. Craft III served as trustee (the "Parent GRAT"). On February 27, 2008, the term of the Parent GRAT expired and the shares held thereby were equally allocated among the four trusts named in footnotes (8) through (11) below (the "Children's Trusts"). For the

Edgar Filing: Guilfoyle Elaine R - Form 3

period between February 27, 2008 and March 20, 2008, A. Wellford Tabor served as the sole trustee of the Children's Trusts. On March 20, 2008, Ms. Huigens and Ms. Guilfoyle were named as co-trustees of the Children's Trusts in place of Mr. Tabor.

- (9) These shares are owned directly by the Joseph W. Craft III Grantor Retained Annuity Trust FBO Joseph W. Craft IV U/A Dated February 27, 2006.
- (10) These shares are owned directly by the Joseph W. Craft III Grantor Retained Annuity Trust FBO Caroline B. Fiddes Dated February 27, 2006.
- (11) These shares are owned directly by the Joseph W. Craft III Grantor Retained Annuity Trust FBO Ryan E. Craft U/A Dated February 27, 2006.
- (12) These shares are owned directly by the Joseph W. Craft III Grantor Retained Annuity Trust FBO Kyle O. Craft IV U/A Dated February 27, 2006.

Â

**Remarks:**

ExhibitÂ List

ExhibitÂ 24.1Â ?Â JointÂ FilerÂ InformationÂ Statement

ExhibitÂ 24.2Â ?Â PowerÂ ofÂ AttorneyÂ (MaryÂ CatherineÂ Huigens,Â individually)

ExhibitÂ 24.3Â ?Â PowerÂ ofÂ AttorneyÂ (ElaineÂ R.Â Guilfoyle,Â individually)

ExhibitÂ 24.4Â ?Â PowersÂ ofÂ AttorneyÂ (theÂ JosephÂ W.Â CraftÂ IIIÂ 2006Â IrrevocableÂ TrustÂ FBOÂ JosephÂ W.

ExhibitÂ 24.5Â ?Â PowersÂ ofÂ AttorneyÂ (theÂ JosephÂ W.Â CraftÂ IIIÂ 2006Â IrrevocableÂ TrustÂ FBOÂ CarolineÂ

ExhibitÂ 24.6Â ?Â PowersÂ ofÂ AttorneyÂ (theÂ JosephÂ W.Â CraftÂ IIIÂ 2006Â IrrevocableÂ TrustÂ FBOÂ RyanÂ E.Â

ExhibitÂ 24.7Â ?Â PowersÂ ofÂ AttorneyÂ (theÂ JosephÂ W.Â CraftÂ IIIÂ 2006Â IrrevocableÂ TrustÂ FBOÂ KyleÂ O.Â

ExhibitÂ 24.8Â ?Â PowersÂ ofÂ AttorneyÂ (theÂ JosephÂ W.Â CraftÂ IIIÂ GrantorÂ RetainedÂ AnnuityÂ TrustÂ FBOÂ

ExhibitÂ 24.9Â ?Â PowersÂ ofÂ AttorneyÂ (theÂ JosephÂ W.Â CraftÂ IIIÂ GrantorÂ RetainedÂ AnnuityÂ TrustÂ FBOÂ

ExhibitÂ 24.10Â ?Â PowersÂ ofÂ AttorneyÂ (theÂ JosephÂ W.Â CraftÂ IIIÂ GrantorÂ RetainedÂ AnnuityÂ TrustÂ FBOÂ

ExhibitÂ 24.11Â ?Â PowersÂ ofÂ AttorneyÂ (theÂ JosephÂ W.Â CraftÂ IIIÂ GrantorÂ RetainedÂ AnnuityÂ TrustÂ FBOÂ

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.