

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) July 31, 2012

**Pope Resources, A Delaware Limited Partnership**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

91-1313292  
(I.R.S. Employer  
Identification No.)

19245 Tenth Avenue NE, Poulsbo, Washington 98370  
(Address of principal executive offices) (ZIP Code)

Registrant's telephone number, including area code (360) 697-6626

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))
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**INFORMATION TO BE INCLUDED IN THE REPORT**

**Item 7.01 Regulation FD Disclosure**

On July 31, 2012 the registrant issued a press release announcing that it has closed on a \$2.9 million sale of its headquarters building in Poulsbo, Washington to Safeway, Inc. The closing will enable relocation of the registrant's headquarters to another Poulsbo address later this year.

**Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release of the registrant dated July 31, 2012

**SIGNATURES**

Pursuant to the requirements of Section 13 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.

POPE RESOURCES, A DELAWARE LIMITED PARTNERSHIP

DATE: July 31, 2012

BY: /s/ Thomas M. Ringo  
Thomas M. Ringo  
Vice President and Chief Financial Officer, Pope Resources, A  
Delaware Limited Partnership, and Pope MGP, Inc., General  
Partner

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## **Pope Resources Announces Sale Of Its Poulsbo Headquarters Office Building For \$2.9 Million**

POULSBO, Wash., July 31, 2012 /PRNewswire/ -- Pope Resources (NASDAQ: POPE) announced today that it has closed on a \$2.9 million sale of its headquarters building in Poulsbo, Washington to Safeway, Inc. "We were approached a couple years ago by Safeway which had an interest in constructing a new store on the site occupied by our current 10,000-square-foot office building plus an adjoining parcel owned by a third party," said David L. Nunes, President and CEO. "In mid-2011 we acquired a 30,000-square-foot commercial building in Poulsbo for \$3.2 million with a view toward either owning the new building purely as an investment property or converting a portion of it for relocation of our corporate offices, assuming a sale of our current headquarters building was consummated. We are pleased to announce this sale to Safeway has closed, which will enable the relocation of our headquarters to another Poulsbo address later this year."

### **About Pope Resources**

Pope Resources, a publicly traded limited partnership, and its subsidiaries Olympic Resource Management and Olympic Property Group, own or manage 178,000 acres of timberland and development property in Washington and Oregon. We also manage, co-invest in, and consolidate three timberland investment funds that we manage for a fee. In addition, we offer our forestry consulting and timberland investment management services to third-party owners and managers of timberland in Washington, Oregon, and California. The company and its predecessor companies have owned and managed timberlands and development properties for more than 150 years. Additional information on the company can be found at [www.poperesources.com](http://www.poperesources.com). The contents of our website are not incorporated into this release or into our filings with the Securities and Exchange Commission.

CONTACT: Tom Ringo, VP & CFO, +1-360-697-6626, Fax, +1-360-697-1156