

SALOMON BROTHERS MUNICIPAL PARTNERS FUND INC

Form N-Q

May 30, 2006

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

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number **811-7362**

**Salomon Brothers Municipal Partners Fund Inc.**

(Exact name of registrant as specified in charter)

125 Broad Street, New York, NY 10004  
(Address of principal executive offices) (Zip code)

Robert I. Frenkel, Esq.  
Legg Mason & Co., LLC  
300 First Stamford Place  
Stamford, CT 06902  
(Name and address of agent for service)

Registrant's telephone number, including area code: 1-800-725-6666

Date of fiscal year end: **December 31**  
Date of reporting period: **March 31, 2006**

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ITEM 1. SCHEDULE OF INVESTMENTS

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**SALOMON BROTHERS MUNICIPAL PARTNERS FUND  
INC.**

FORM N-Q  
MARCH 31, 2006

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**SALOMON BROTHERS MUNICIPAL PARTNERS FUND INC.****Schedule of Investments (unaudited)****March 31, 2006**

<b>FACE AMOUNT</b>	<b>RATING</b>	<b>SECURITY</b>	<b>VALUE</b>
<b>MUNICIPAL BONDS 99.3%</b>			
<b>California 6.2%</b>			
\$ 1,000,000	A3(a)	California Health Facilities Financing Authority Revenue, Cedars-Sinai Medical Center, 5.000% due 11/15/34	\$ 1,012,910
1,575,000	A	California State, GO, 5.125% due 6/1/24	1,623,494
1,250,000	AAA	Huntington Beach, CA, Union High School District, GO, Election 2004, FSA- Insured, 5.000% due 8/1/29	1,301,775
2,000,000	AAA	Los Angeles, CA, Department of Water & Power Revenue, Power Systems, Sub-Series A-1, FSA-Insured, 5.000% due 7/1/35	2,087,160
1,370,000	AAA	Pleasant Valley, CA, GO, School District, Ventura County, Series A, MBIA- Insured, 5.850% due 2/1/17	1,560,937
<b>Total California</b>			<b>7,586,276</b>
<b>Colorado 1.4%</b>			
600,000	BBB+	Colorado Health Facilities Authority Revenue, Poudre Valley Health Care, Series F, 5.000% due 3/1/25	602,118
505,000	A-	Colorado Springs, CO, Hospital Revenue: 6.375% due 12/15/30	546,349
495,000	A-	Call 12/15/10 @101, 6.375% due 12/15/30 (b)	552,653
<b>Total Colorado</b>			<b>1,701,120</b>
<b>District of Columbia 1.7%</b>			
2,000,000	AAA	District of Columbia Revenue, American University, AMBAC-Insured, 5.625% due 10/1/26	2,036,540
<b>Hawaii 1.8%</b>			
2,000,000	AAA	Hawaii State Airport System Revenue, Series B, FGIC-Insured, 6.000% due 7/1/19 (c)	2,162,020
<b>Illinois 15.2%</b>			
3,750,000	AAA	Chicago, IL, Board of Education, GO, Chicago School Reform, AMBAC- Insured, Call 12/1/07 @ 102, 5.750% due 12/1/27 (b)	3,952,275
145,000	AAA	Chicago, IL, GO, Series A, FSA-Insured: 5.250% due 1/1/16	155,270
355,000	AAA	Call 1/1/14 @ 100, 5.250% due 1/1/16 (b)	385,285

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		Chicago, IL, Midway Airport Revenue:	
2,000,000	AAA	Series A, MBIA-Insured, 5.500% due 1/1/29	2,045,720
2,000,000	AAA	Series B, MBIA-Insured, 5.625% due 1/1/29 (c)	2,042,000
2,000,000	AAA	Chicago, IL, Park District, Refunding, Series D, FGIC-Insured, 5.000% due 1/1/29	2,082,900
1,250,000	AAA	Chicago, IL, Sales Tax Revenue, FSA-Insured, 5.000% due 1/1/22	1,308,338
2,000,000	Aaa(a)	Illinois DFA, Revolving Fund Revenue, 5.250% due 9/1/12	2,144,860
1,000,000	AA+	Illinois EFA Revenue, Northwestern University, 5.500% due 12/1/13	1,074,180
1,500,000	Aa3(a)	Illinois Health Facilities Authority Revenue, Refunding, Lutheran General	
		Health System, Series C, 7.000% due 4/1/14	1,771,155
1,500,000	AAA	Illinois State, GO, First Series, FSA-Insured, 5.500% due 5/1/16	1,655,010
<b>Total Illinois</b>			<b>18,616,993</b>
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<b>Indiana □ 3.3%</b>			
		Indiana Bond Bank Revenue, Series B:	
1,125,000	AAA	5.000% due 8/1/23	1,155,094
625,000	AAA	Call 8/1/10 @ 101, 5.000% due 8/1/23 (b)	662,556
1,195,000	AAA	Indiana Health Facility Financing Authority, Hospital Revenue, Community Hospital Project, Series A, AMBAC-Insured, 5.000% due 5/1/35	1,228,329
1,000,000	BBB+	Indiana State DFA Environment Improvement Revenue, USX Corp. Project, 5.250% due 12/1/22	1,061,670
<b>Total Indiana</b>			<b>4,107,649</b>

**See Notes to Schedule of Investments.**

## SALOMON BROTHERS MUNICIPAL PARTNERS FUND INC.

## Schedule of Investments (unaudited) (continued)

March 31, 2006

FACE AMOUNT	RATING	SECURITY	VALUE
<b>Iowa 0.9%</b>			
\$ 1,000,000	A1(a)	Iowa Finance Authority, Hospital Facility Revenue, Call 2/15/10 @101, 6.750% due 2/15/16 (b)	\$ 1,115,410
<b>Kansas 1.3%</b>			
1,430,000	AA	Kansas State Development Finance Authority, Health Facilities Revenue, Sisters of Charity, Series J, 6.250% due 12/1/28	1,553,480
<b>Maryland 5.7%</b>			
		Maryland State Health & Higher Educational Facilities Authority Revenue:	
1,500,000	Baa1(a)	Carroll County General Hospital, 6.000% due 7/1/37	1,588,605
1,000,000	A	Suburban Hospital, Series A, 5.500% due 7/1/16	1,075,340
500,000	A+	University of Maryland Medical Systems, 6.000% due 7/1/32	539,860
1,000,000	A3(a)	University of Maryland Medical Systems, Call 7/01/10 @ 101, 6.750% due 7/1/30 (b)	1,126,990
2,500,000	Aaa(a)	Northeast Maryland Waste Disposal Authority, Solid Waste Revenue, AMBAC-Insured, 5.500% due 4/1/15 (c)	2,665,700
<b>Total Maryland</b>			<b>6,996,495</b>
<b>Massachusetts 5.0%</b>			
2,500,000	AA-	Massachusetts State Health & EFA Revenue, Partners Healthcare System, Series C, 5.750% due 7/1/32	2,695,900
2,540,000	AAA	Massachusetts State Water Pollution Abatement Trust Revenue, MWRA Program, Series A: 5.750% due 8/1/29	2,712,491
630,000	AAA	Call 8/1/09 @101, 5.750% due 8/1/29 (b)	676,305
<b>Total Massachusetts</b>			<b>6,084,696</b>
<b>Michigan 1.3%</b>			
1,500,000	AA-	Michigan State, Hospital Finance Authority Revenue, Trinity Health, Series C, 5.375% due 12/1/30	1,572,135
<b>Nevada 0.7%</b>			

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		Nevada Housing Division Revenue, Single-Family Program, Series B-2:		
845,000	Aa2(a)	6.400%	due 10/1/25 (c)	845,760
25,000	Aa2(a)	6.950%	due 10/1/26 (c)	25,011
<b>Total Nevada</b>				<b>870,771</b>
<b>New Hampshire □ 0.1%</b>				
105,000	A+	New Hampshire State HFA, Single-Family Residential Revenue, Series A, 6.800% due 7/1/15 (c)		106,089
<b>New Jersey □ 10.3%</b>				
5,150,000	AAA	New Jersey EDA: PCR, Revenue, Public Service Electric and Gas Co. Project, Series A, MBIA-Insured, 6.400% due 5/1/32 (c)		5,225,654
4,450,000	AAA	Water Facilities Revenue, New Jersey American Water Co. Inc. Project, Series A, FGIC-Insured, 6.875% due 11/1/34 (c)		4,506,337
1,000,000	A2(a)	New Jersey Health Care Facilities Financing Authority Revenue, Hackensack University Medical Center, 6.000% due 1/1/25		1,062,460
1,695,000	AAA	New Jersey State, EFA Revenue, Princeton University, Series A, 5.000% due 7/1/21		1,799,276
<b>Total New Jersey</b>				<b>12,593,727</b>
<b>New York □ 12.0%</b>				
10,000	A+	New York City, NY, GO: Series A: 6.000% due 5/15/30		10,831
990,000	A+	Call 5/15/10 @ 101, 6.000% due 5/15/30 (b)		1,086,773
500,000	A+	Series G, 5.000% due 12/1/33		512,695
<b>See Notes to Schedule of Investments.</b>				

## SALOMON BROTHERS MUNICIPAL PARTNERS FUND INC.

## Schedule of Investments (unaudited) (continued)

March 31, 2006

FACE AMOUNT	RATING	SECURITY	VALUE
<b>New York (continued)</b>			
		New York City, NY, Municipal Water Finance Authority, Water & Sewer Systems Revenue:	
		Series B:	
\$ 1,000,000	AA+	5.125% due 6/15/31	\$ 1,033,760
1,175,000	AA+	Call 6/15/07 @ 101, 5.750% due 6/15/29 (b)	1,217,171
2,000,000	AA+	Series D, 5.000% due 6/15/37	2,065,580
1,250,000	AAA	New York City, NY, TFA Revenue, Series A, 5.500% due 11/15/17	1,361,412
		New York State Dormitory Authority Revenue, Court Facilities Lease, NYC	
		Issue, Non State Supported Debt, Series A, AMBAC-Insured:	
1,000,000	AAA	5.500% due 5/15/28	1,159,150
5,365,000	AAA	5.500% due 5/15/30	6,236,544
<b>Total New York</b>			<b>14,683,916</b>
<b>Ohio 7.2%</b>			
2,000,000	BBB+	Miami County, OH, Hospital Facilities Revenue, Upper Valley Medical Center, Series C, 6.250% due 5/15/13	2,044,220
6,700,000	A+	Ohio State Water Development Authority, Solid Waste Disposal Revenue, North Star BHP Steel, Cargill Inc., 6.300% due 9/1/20 (c)	6,842,308
<b>Total Ohio</b>			<b>8,886,528</b>
<b>Pennsylvania 0.2%</b>			
250,000	AAA	Philadelphia, PA, School District GO, Series A, FSA-Insured, Call 2/1/12 @ 100, 5.500% due 2/1/31 (b)	272,075
<b>Puerto Rico 2.8%</b>			
3,000,000	AAA	Puerto Rico Commonwealth Infrastructure Financing Authority, Series C, AMBAC-Insured, 5.500% due 7/1/25	3,429,510
<b>Tennessee 3.4%</b>			
3,500,000	AAA	Memphis-Shelby County, TN, Airport Authority Revenue, Series D, AMBAC-Insured, 6.000% due 3/1/24 (c)	3,751,405
435,000	AA	Tennessee Housing Development Agency Revenue, Homeownership	



Program, Series 2B, 6.350% due 1/1/31 (c)

437,040

		<b>Total Tennessee</b>	<b>4,188,445</b>
<b>Texas □ 11.5%</b>			
2,500,000	AAA	Aledo, TX, GO, ISD, School Building, Series A, PSF-Insured, 5.000% due 2/15/30	2,584,925
1,000,000	Aaa(a)	Edgewood, TX, ISD, PSFG-Insured, 5.250% due 2/15/18	1,073,990
1,165,000	A	Harris County, TX, Health Facilities Development Corp. Hospital Revenue, Memorial Hermann Healthcare System, Series A, 5.250% due 12/1/17	1,218,718
1,500,000	AAA	Houston, TX, Utility System Revenue, Combined First Lien, FSA-Insured, 5.000% due 11/15/35	1,552,050
1,600,000	AAA	Lake Dallas, TX, GO, ISD, School Building, PSF-Insured, 5.000% due 8/15/34	1,643,968
100,000	AAA	North Harris Montgomery Community College District, TX, GO, FGIC- Insured, 5.375% due 2/15/16	107,160
1,000,000	Baa2(a)	Sabine River Authority, Texas Pollution Control, Refunding, Remarketed 11/29/05, 5.200% due 5/1/28 (d)	1,021,910
3,500,000	AAA	Texas State Turnpike Authority Revenue, First Tier, Series A, AMBAC- Insured, 5.500% due 8/15/39	3,758,160
1,000,000	AAA	Williamson County, TX, GO, MBIA-Insured, 5.250% due 2/15/21	1,079,960
		<b>Total Texas</b>	<b>14,040,841</b>
<b>Washington □ 7.3%</b>			
1,000,000	AAA	Chelan County, WA, Public Utility District, Chelan Hydro System No.1, Construction Revenue, Series A, AMBAC-Insured, 5.450% due 7/1/37 (c)	1,055,610
<b>See Notes to Schedule of Investments.</b>			

## SALOMON BROTHERS MUNICIPAL PARTNERS FUND INC.

## Schedule of Investments (unaudited) (continued)

March 31, 2006

FACE AMOUNT	RATING <sup>(a)</sup>	SECURITY	VALUE
<b>Washington (continued)</b>			
\$ 2,000,000	AAA	Port of Seattle, WA, Revenue, Refunding, Intermediate Lien, Series A, MBIA-Insured, 5.000% due 3/1/30	\$ 2,069,740
4,250,000	AAA	Seattle, WA, GO, Series B, FSA-Insured, Call 12/1/09 @ 101, 5.750% due 12/1/28 (b)	4,589,150
1,200,000	AAA	Washington State Public Power Supply System Revenue, Nuclear Project No. 1, Series A, MBIA-Insured, 5.125% due 7/1/17	1,250,304
<b>Total Washington</b>			<b>8,964,804</b>
<b>TOTAL INVESTMENTS BEFORE SHORT-TERM INVESTMENTS</b> (Cost $\square$ \$117,344,079)			<b>121,569,520</b>
FACE AMOUNT		SECURITY	VALUE
<b>SHORT-TERM INVESTMENTS(d)(e) <math>\square</math> 0.7%</b>			
<b>Idaho <math>\square</math> 0.6%</b>			
700,000	A-1+	Idaho Health Facility Authority Revenue, St. Lukes Regional Medical Center Project, FSA-Insured, SPA-Bayerische Landesbank, 3.150%, 4/3/06	700,000
<b>Kansas <math>\square</math> 0.1%</b>			
200,000	A-1+	Kansas State Department of Transportation, Highway Revenue, Series B-1, LIQ-Pooled Money Investment Board, 3.150%, 4/3/06	200,000
<b>TOTAL SHORT-TERM INVESTMENTS</b> (Cost $\square$ \$900,000)			<b>900,000</b>
<b>TOTAL INVESTMENTS <math>\square</math> 100.0%</b> (Cost $\square$ \$118,244,079#)			<b>\$ 122,469,520</b>

- $\square$  All ratings are by Standard & Poor's Ratings Service, unless otherwise noted. All ratings are unaudited.
- (a) Rating by Moody's Investors Service.
- (b) Pre-Refunded bonds are escrowed with government obligations and/or government agency securities and are considered by the Manager to be triple-A rated even if issuer has not applied for new ratings.
- (c) Income from this issue is considered a preference item for purposes of calculating the alternative minimum tax ("AMT").
- (d) Variable rate security. Interest rate disclosed is that which is in effect at March 31, 2006.
- (e) Variable rate demand obligations have a demand feature under which the Fund can tender them back to the issuer on no more than 7 days notice. Date shown is the date of the next interest rate change.

# Aggregate cost for federal income tax purposes is substantially the same.

Abbreviations used in this schedule:

AMBAC - Ambac Assurance Corporation  
DFA - Development Finance Agency  
EDA - Economic Development Authority  
EFA - Educational Facilities Authority  
FGIC - Financial Guaranty Insurance Company  
FSA - Financial Security Assurance  
GO - General Obligation  
HFA - Housing Finance Authority  
ISD - Independent School District  
LIQ - Liquidity Facility  
MBIA - Municipal Bond Investors Assurance Corporation  
MWRA - Massachusetts Water Resources Authority  
PCR - Pollution Control Revenue  
PSF - Permanent School Fund  
PSFG - Permanent School Fund Guaranty  
SPA - Standby Bond Purchase Agreement  
TFA - Transitional Finance Authority

**See Notes to Schedule of Investments.**

**SALOMON BROTHERS MUNICIPAL PARTNERS FUND INC.**

**Schedule of Investments (unaudited) (continued)**

**March 31, 2006**

**Summary of Investments by Industry\***

Education	15.8%
Hospitals	14.4%
Pollution Control	13.8%
Transportation	13.1%
Pre-Refunded	12.8%
Utilities	7.0%
General Obligation	5.9%
Water and Sewer	5.5%
Public Facilities	2.8%
Industrial Development	1.7%
Electric	1.7%
Life Care Systems	1.3%
Housing: Single Family	1.1%
Sales Tax	1.1%
Miscellaneous	1.1%
Lease	0.9%

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100.0%

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\*As a percentage of total investments.

**See Notes to Schedule of Investments.**

## Bond Ratings (*unaudited*)

The definitions of the applicable rating symbols are set forth below:

*Standard & Poor's Ratings Service* (*Standard & Poor's*) Ratings from [AA] to [CCC] may be modified by the addition of a plus (+) or minus (-) sign to show relative standings within the major rating categories.

AAA [Bonds rated [AAA] have the highest rating assigned by Standard & Poor's. Capacity to pay interest and repay principal is extremely strong.

AA [Bonds rated [AA] have a very strong capacity to pay interest and repay principal and differ from the highest rated issues only in a small degree.

A [Bonds rated [A] have a strong capacity to pay interest and repay principal although they are somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than debt in higher rated categories.

BBB [Bonds rated [BBB] are regarded as having an adequate capacity to pay interest and repay principal. Whereas they normally exhibit adequate protection parameters, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity to pay interest and repay principal for bonds in this category than in higher rated categories.

BB, B, CCC,  
CC and C

[Bonds rated [BB], [B], [CCC], [CC] and [C] are regarded, on balance, as predominantly speculative with respect to capacity to pay interest and repay principal in accordance with the terms of the obligation. [BB] represents the lowest degree of speculation and [C] the highest degree of speculation. While such bonds will likely have some quality and protective characteristics, these are outweighed by large uncertainties or major risk exposures to adverse conditions.

D [Bonds rated [D] are in default and payment of interest and/or repayment of principal is in arrears.

*Moody's Investors Service* (*Moody's*) Numerical modifiers 1, 2 and 3 may be applied to each generic rating from [Aa] to [Caa], where 1 is the highest and 3 the lowest ranking within its generic category.

Aaa [Bonds rated [Aaa] are judged to be of the best quality. They carry the smallest degree of investment risk and are generally referred to as [gilt edge]. Interest payments are protected by a large or by an exceptionally stable margin and principal is secure. While the various protective elements are likely to change, such changes as can be visualized are most unlikely to impair the fundamentally strong position of such issues.

Aa [Bonds rated [Aa] are judged to be of high quality by all standards. Together with the [Aaa] group they comprise what are generally known as high grade bonds. They are rated lower than the best bonds because margins of protection may not be as large as in [Aaa] securities or fluctuation of protective elements may be of greater amplitude or there may be other elements present which make the long-term risks appear somewhat larger than in [Aaa] securities.

A [Bonds rated [A] possess many favorable investment attributes and are to be considered as upper medium grade obligations. Factors giving security to principal and interest are considered adequate but elements may be present which suggest a susceptibility to impairment some time in the future. Baa [Bonds rated [Baa] are considered as medium grade obligations, i.e., they are neither highly protected nor poorly secured. Interest payments and principal security appear adequate for the present but certain protective elements may be lacking or may be characteristically unreliable over any great length of time. Such bonds lack outstanding investment characteristics and in fact have speculative characteristics as well.

Ba [Bonds rated [Ba] are judged to have speculative elements; their future cannot be considered as well assured. Often the protection of interest and principal payments may be very moderate

and therefore

not well safeguarded during both good and bad times over the future. Uncertainty of position characterizes bonds in this class.

- B           □Bonds rated □B□ are generally lack characteristics of desirable investments. Assurance of interest and principal payments or of maintenance of other terms of the contract over any long period of time may be small.
- Caa         □Bonds rated □Caa□ are of poor standing. These may be in default, or present elements of danger may exist with respect to principal or interest.
- Ca          □Bonds rated □Ca□ represent obligations which are speculative in a high degree. Such issues are often in default or have other marked short-comings.
- C           □Bonds rated □C□ are the lowest class of bonds and issues so rated can be regarded as having extremely poor prospects of ever attaining any real investment standing.
- NR          □Indicates that the bond is not rated by Standard & Poor□s, Moody□s or Fitch Ratings Service.

**Short-Term Security Ratings** (*unaudited*)

- SP-1       □Standard & Poor□s highest rating indicating very strong or strong capacity to pay principal and interest; those issues determined to possess overwhelming safety characteristics are denoted with a plus (+) sign.
- A-1         □Standard & Poor□s highest commercial paper and variable-rate demand obligation (VRDO) rating indicating that the degree of safety regarding timely payment is either overwhelming or very strong; those issues determined to possess overwhelming safety characteristics are denoted with a plus (+) sign.
- VMIG 1     □Moody□s highest rating for issues having a demand feature □ VRDO.
- MIG1       □Moody□s highest rating for short-term municipal obligations.
- P-1         □Moody□s highest rating for commercial paper and for VRDO prior to the advent of the VMIG 1 rating.

**Notes to Schedule of Investments (unaudited)**

**1. Organization and Significant Accounting Policies**

The Salomon Brothers Municipal Partners Fund Inc. (the "Fund") was incorporated in Maryland on November 24, 1992 and is registered as a diversified, closed-end management investment company under the Investment Company Act of 1940, as amended, (the "1940 Act").

The following are significant accounting policies consistently followed by the Fund and are in conformity with U.S. generally accepted accounting principles ("GAAP").

**(a) Investment Valuation.** Securities are valued at the mean between the bid and asked prices provided by an independent pricing service that are based on transactions in municipal obligations, quotations from municipal bond dealers, market transactions in comparable securities and various other relationships between securities. Securities for which market quotations are not readily available or are determined not to reflect fair value, will be valued in good faith by or under the direction of the Fund's Board of Directors. Short-term obligations with maturities of 60 days or less are valued at amortized cost, which approximates value.

**(b) Security Transactions.** Security transactions are accounted for on a trade date basis.

**2. Investments**

At March 31, 2006, the aggregate gross unrealized appreciation and depreciation of investments for federal income tax purposes were substantially as follows:

Gross unrealized appreciation	\$ 4,909,997
Gross unrealized depreciation	(684,556)
Net unrealized appreciation	\$ 4,225,441



ITEM 2. CONTROLS AND PROCEDURES.

- (a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the disclosure controls and procedures required by Rule 30a-3(b) under the 1940 Act and 15d-15(b) under the Securities Exchange Act of 1934.
- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's last fiscal quarter that have materially affected, or are likely to materially affect the registrant's internal control over financial reporting.

ITEM 3. EXHIBITS.

Certifications pursuant to Rule 30a-2(a) under the Investment Company Act of 1940, as amended, are attached hereto.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Salomon Brothers Municipal Partners Fund Inc.

By           /s/ R. Jay Gerken            
R. Jay Gerken  
Chief Executive Officer

Date:           May 30, 2006          

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By           /s/ R. Jay Gerken            
R. Jay Gerken  
Chief Executive Officer

Date:           May 30, 2006          

By           /s/ Frances M. Guggino            
Frances M. Guggino  
Chief Financial Officer

Date:           May 30, 2006