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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 31, 2006

TEXAS PACIFIC LAND TRUST  
(Exact Name of Registrant as Specified in its Charter)

Not Applicable                                    1-737                                    75-0279735  
(State or Other                                    (Commission File Number)                                    (I.R.S. Employer  
Jurisdiction of Incorporation)                                    Identification Number)

1700 PACIFIC AVENUE, SUITE 1670, DALLAS, TEXAS 75201  
(Address of Principal Executive Offices, including Zip Code)

Registrant's Telephone Number, including Area Code: 214-969-5530

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:

- 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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ITEM 8.01. OTHER EVENTS.

On October 31, 2006, Mercury Real Estate Advisors LLC ("Mercury"), an affiliate of Mercury Partners LLC, issued a press release in which it stated that it had sent a letter (the "Mercury Letter") to Mr. Roy Thomas, the General Agent of Texas Pacific Land Trust (the "Trust"). The press release included the text of the Mercury Letter. A copy of that press release is filed as Exhibit 99.1 to this Report. The Trust has not yet received a copy of the Mercury Letter directly.

On November 2, 2006, the Trust issued a press release in which it stated that it had sent a letter (the "Trust Letter") to Mercury in response to the Mercury Letter. The press release included the text of the Trust Letter. A copy of that press release is filed as Exhibit 99.2 to this Report. The Trust Letter was sent to Mercury on November 2, 2006.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

99.1 Press Release, dated October 31, 2006, issued by Mercury Real Estate Advisors LLC.

99.2 Press Release, dated November 2, 2006, issued by the Trust.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Trust has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

TEXAS PACIFIC LAND TRUST

Date: November 2, 2006

By: /s/ Roy Thomas

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Roy Thomas  
General Agent and Chief Executive Officer

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EXHIBIT INDEX

Exhibit NUMBER -----	DESCRIPTION -----
99.1	Press Release, dated October 31, 2006, issued by Mercury Real Estate Advisors LLC.
99.2	Press Release, dated November 2, 2006, issued by the Trust.

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PRESS RELEASE

MERCURY DEMANDS DUTCH AUCTION TENDER OFFER FOR UNDERVALUED SHARES

GREENWICH, Conn., Oct. 31 /PRNewswire-FirstCall/ -- Mercury Real Estate Advisors LLC, an affiliate of Mercury Partners LLC, a real estate investment management company based in Greenwich, CT, sent the following letter today to Roy Thomas, Texas Pacific Land Trust's (NYSE: TPL - NEWS) General Agent.

MERCURY REAL ESTATE ADVISORS LLC  
3 River Road  
Greenwich, Connecticut 06807

October 31, 2006

Texas Pacific Land Trust  
Attn: Roy Thomas, General Agent  
1700 Pacific Avenue  
Suite 1670  
Dallas, TX 75201

Dear Mr. Thomas:

In response to your letter dated August 18, 2006, we are well aware of the various Securities and Exchange Commission rules and restrictions that Texas Pacific Land Trust ("TPL" or the "Company") faces regarding share repurchases, as well as the thin trading volume of the Company's shares, which makes open-market repurchases by the Company of its own shares challenging at times. However, your management team can and should do more by implementing a "Dutch Auction" tender offer in which the Company could buy back a significantly greater number of shares in a much more efficient manner as compared to daily bidding in the open market. If you feel that you need contacts within an investment bank for assistance in executing a "Dutch Auction" tender offer, we would be pleased to make the appropriate introductions.

Texas Pacific Land Trust must recognize that to maximize value for its certificate holders, cash and cash equivalents of over \$12.5 million as of June 30, 2006 must not be left idle on the balance sheet and needs to be used to repurchase shares or, alternatively, immediately returned to shareholders. As the Trust generates steady, recurring income primarily through the sale of its

land holdings, oil and gas royalties, grazing leases and interest on notes receivable, there are virtually no capital expenditure requirements, and as such, no reason to hold the cash on the balance sheet.

As we have previously expressed, Texas Pacific Land Trust's shares remain dramatically undervalued relative to their liquidation value. Management must seize this opportunity and aggressively buy back shares through a "Dutch Auction" tender offer, or, alternatively, return all excess cash to its certificate holders. Leaving substantial amounts of cash on the balance sheet is totally unacceptable. We demand an immediate meeting with the Board of Trustees to further discuss the appropriate strategy for realizing the untapped value of the Company.

Very truly yours,

MERCURY REAL ESTATE ADVISORS LLC  
David R. Jarvis  
Chief Executive Officer

Malcolm F. MacLean IV  
President

PRESS RELEASE

TEXAS PACIFIC LAND TRUST RESPONDS TO MERCURY LETTER  
Of Tuesday, October 31

DALLAS, TX, November 2, 2006 - Texas Pacific Land Trust (NYSE:TPL) announced today that it had sent the following letter to Mercury Real Estate Advisors LLC ("Mercury") in response to a letter which Mercury sent to Texas Pacific:

TEXAS PACIFIC LAND TRUST

1700 Pacific Avenue  
Suite 1670  
Dallas, Texas 75201  
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TRUSTEES:  
Maurice Meyer III  
John R. Norris III  
James K. Norwood

Telephone (214)969-5530

ROY THOMAS  
General Agent

DAVID M. PETERSON  
Assistant General Agent

November 2, 2006

Mercury Real Estate Advisors LLC  
100 Field Point Road  
Greenwich, CT 06830  
Attn: David R. Jarvis, Chief Executive Officer  
Malcolm F. MacLean, IV, President

Dear Messrs. Jarvis and MacLean:

The Trustees and I have read your Press Release and letter of October 31, 2006.

We recognize your concern regarding maximizing value for, and returning excess cash to, the shareholders via stock buybacks and other means. Thus far in 2006, Texas Pacific has repurchased approximately \$4.6 million of stock and paid \$1.4 million of dividends to the shareholders.

The Trustees have raised the regular dividend for the last three years in a row and, as recently as 2004, paid a special dividend of \$1.75 a share. In accordance with their usual practices, the Trustees will be reviewing further steps to return excess cash to the shareholders.

Since Texas Pacific is actively, and continuously, repurchasing its shares in the open market, the Trustees do not consider a "Dutch Auction" at this time to be a feasible or cost-effective alternative with respect to the relatively small amount of stock that could be repurchased with funds available for that purpose.

Please be assured that the Trustees are committed to the goal of repurchasing stock in accordance with the terms of the governing Trust. We appreciate your continued interest in Texas Pacific.

If you would like to discuss this further, please feel free to contact me.

Sincerely yours,

Roy Thomas  
General Agent

THIS NEWS RELEASE MAY CONTAIN FORWARD-LOOKING STATEMENTS AS DEFINED IN THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995. FORWARD-LOOKING STATEMENTS INCLUDE STATEMENTS REGARDING THE TRUST'S FUTURE OPERATIONS AND PROSPECTS, THE MARKETS FOR REAL ESTATE IN THE AREAS IN WHICH THE TRUST OWNS REAL ESTATE, APPLICABLE ZONING REGULATIONS, THE MARKETS FOR OIL AND GAS, PRODUCTION LIMITS ON PRORATED OIL AND GAS WELLS AUTHORIZED BY THE RAILROAD COMMISSION OF TEXAS, EXPECTED COMPETITION, MANAGEMENT'S INTENT, BELIEFS OR CURRENT EXPECTATIONS WITH RESPECT TO THE TRUST'S FUTURE FINANCIAL PERFORMANCE AND OTHER MATTERS. WE ASSUME NO RESPONSIBILITY TO UPDATE ANY SUCH FORWARD-LOOKING STATEMENTS.

