

MARTIN MIDSTREAM PARTNERS LP
Form 8-K
August 05, 2009

**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): August 3, 2009
MARTIN MIDSTREAM PARTNERS L.P.
(Exact name of Registrant as specified in its charter)**

DELAWARE
(State of incorporation

or organization)

000-50056
(Commission file number)

05-0527861
(I.R.S. employer identification
number)

**4200 STONE ROAD
KILGORE, TEXAS**
(Address of principal executive offices)

75662
(Zip code)

Registrant's telephone number, including area code: (903) 983-6200
(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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Item 2.02 Results of Operations and Financial Condition.

On August 5, 2009, Martin Midstream Partners L.P. (the Partnership) issued a press release reporting its financial results for the quarter ended June 30, 2009.

A copy of the press release is furnished as Exhibit 99.1 to this Current Report and will be published on the Partnership s website at www.martinmidstream.com. In accordance with General Instruction B.2 of Form 8-K, the information set forth herein and in the press release is deemed to be furnished and shall not be deemed to be filed for purposes of the Securities Exchange Act of 1934, as amended (the Exchange Act).

As previously reported, on August 6, 2009, at 8:00 a.m. Central Time, the Partnership will hold an investors conference call to discuss the Partnership s financial results for the second quarter ended June 30, 2009. The supplemental financial data, including certain non-generally accepted accounting principle financial measures, that will be discussed during the investors conference call is included in the above referenced press release.

Item 8.01. Other Events.

On August 3, 2009, the Board of Directors of the general partner of the Partnership approved an award of 1,000 restricted common units under the Partnership s Long-Term Incentive Plan (the Plan) to each of its three non-employee directors (John P. Gaylord, C. Scott Massey and Howard Hackney). These awards vest in 25% increments on January 24 of each year following the grant date and will be fully vested on January 24, 2013.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

In accordance with General Instruction B.2 of Form 8-K, the information set forth in the attached Exhibit 99.1 is deemed to be furnished and shall not be deemed to be filed for purposes of the Exchange Act.

| Exhibit Number | Description |
|-------------------|-------------------------------------|
| 99.1 | Press release dated August 5, 2009. |

SIGNATURES

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

MARTIN MIDSTREAM PARTNERS L.P.

By: Martin Midstream GP LLC,
Its General Partner

Date: August 5, 2009

By: /s/ Robert D. Bondurant
Robert D. Bondurant,
Executive Vice President and
Chief Financial Officer

INDEX TO EXHIBITS

| Exhibit Number | Description | |
|-------------------|-------------------------------------|---|
| 99.1 | Press release dated August 5, 2009. | 3 |