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MARTIN MIDSTREAM PARTNERS LP

Form 4 April 20, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5 Relationship of Reporting Person(s) to

January 31, 2005

0.5

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if no longer

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

1(b).

(Print or Type Responses)

1 Name and Address of Reporting Person *

See Instruction

| SKELTON WESLEY M Symb | | | Issuer Name and Ticker or Trading abol ARTIN MIDSTREAM RTNERS LP [MMLP] | | | | Issuer (Check all applicable) | | | |
|-----------------------|---------------------------------|--|---|--|------------------------------|-------------|--|--|---|--|
| (Last) 4200 STONE RO | | (Mont | 3. Date of Earliest Transaction (Month/Day/Year) 04/16/2010 | | | | Director 10% Owner _X_ Officer (give title Other (specify below) EVP, CAO and Controller | | | |
| | | | mendment, Date Original Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) (Z | Zip) T | ıble I - Non-I | Derivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| | Transaction Date onth/Day/Year) | 2A. Deemed Execution Date, any (Month/Day/Yea | Code | 4. Securi on(A) or Di (Instr. 3, | ispose 4 and (A) or | d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Units 04/ | 16/2010 | | P | 65 <u>(1)</u> | A | \$ 31.09 | 3,487 | D | | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exer | cisable and | 7. Title a | ınd | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|--------------------------|--------------|-------------|-------------|------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber Expiration Date | | ate | Amount | of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | /Year) | Underlyi | ing | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securitie | es | (Instr. 5) | Bene |
| | Derivative | | | | Securities | 3 | | (Instr. 3 a | and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | ٨٠ | ma a u m t | | |
| | | | | | | | | | mount | | |
| | | | | | | Date | Expiration | or | | | |
| | | | | | | Exercisable | Date | | umber | | |
| | | | | G 1 17 | (A) (D) | | | of | | | |
| | | | | Code V | (A) (D) | | | Sh | nares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SKELTON WESLEY M 4200 STONE ROAD KILGORE, TX 75662

EVP, CAO and Controller

Signatures

/s/ Wesley M. 04/19/2010 Skelton

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) Issued pursuant to a benefit plan administered by Martin Resource Management Corporation.

Remarks:

Wesley M. Skelton is Executive Vice President, Chief Administrative Officer and Controller of Martin Midstream GP LLC, the of Martin Midstream Partners L.P.

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.

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