

MARTIN MIDSTREAM PARTNERS LP

Form 8-K

November 09, 2006

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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): November 9, 2006**  
**MARTIN MIDSTREAM PARTNERS L.P.**  
(Exact name of Registrant as specified in its charter)

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|--|--|---|
| <b>DELAWARE</b><br>(State of incorporation<br>or organization) | <b>000-50056</b><br>(Commission file number) | <b>05-0527861</b><br>(I.R.S. employer identification<br>number) |
|--|--|---|

|   |                            |
|---|----------------------------|
| <b>4200 STONE ROAD</b><br><b>KILGORE, TEXAS</b><br>(Address of principal executive offices) | <b>75662</b><br>(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 November 9, 2006, Martin Midstream Partners L.P. (the Partnership ) issued a press release reporting its financial results for the third quarter ended September 30, 2006.

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 November 10, 2006, at 8:30 a.m. Central Time, the Partnership will hold an investors conference call to discuss the Partnership s financial results for the third quarter ended September 30, 2006. 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 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<br>Number | Description                           |
|-------------------|---------------------------------------|
| 99.1              | Press release dated November 9, 2006. |

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**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: November 9, 2006

By: /s/ Robert D. Bondurant

Robert D. Bondurant,  
Executive Vice President and  
Chief Financial Officer

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| Exhibit<br>Number | Description                           |
|-------------------|---------------------------------------|
| 99.1              | Press release dated November 9, 2006. |

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