

MARTIN MIDSTREAM PARTNERS LP  
Form 8-K/A  
May 06, 2014

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

**FORM 8-K/A**  
**(Amendment No. 1)**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of report (date of earliest event reported): May 5, 2014**

**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, TX 75662**

**(Address of principal executive offices)(Zip code)**

Registrant's telephone number, including area code: **(903) 983-6200**

**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 (*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))

## **Explanatory Note**

This Current Report on Form 8-K/A (this Amendment No. 1 ) amends the Current Report on Form 8-K filed by Martin Midstream Partners L.P. (the Partnership ) with the Securities and Exchange Commission on May 5, 2014 (the Original Filing) solely for the purpose of attaching the Credit Agreement Amendment (as defined below) as an exhibit. Except as stated herein, this Amendment No. 1 does not modify or update any other information contained in the Original Filing.

### **Item 1.01. Entry into a Material Definitive Agreement.**

On May 5, 2014, Martin Operating Partnership L.P. (the Operating Partnership ), a wholly owned subsidiary of the Partnership, and the Partnership entered into a Second Amendment to Third Amended and Restated Credit Agreement (the Credit Agreement Amendment ), which amended that certain Third Amended and Restated Credit Agreement, dated as of March 28, 2013, by and among the Operating Partnership, as the borrower, the Partnership, and Royal Bank of Canada, as administrative agent and collateral agent for the lenders and as L/C Issuer and a lender, and the other lenders party thereto (the Credit Agreement ), as amended.

The summary of the Credit Agreement Amendment set forth in the Original Filing does not purport to be complete and is qualified in its entirety by the Credit Agreement Amendment, which is filed herewith as Exhibit 10.2 and incorporated herein by reference.

### **Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information provided in Item 1.01 of this Amendment No. 1 is incorporated herein by reference.

### **Item 9.01. Financial Statements and Exhibits.**

#### **(d) Exhibits.**

Exhibit No.	Description
10.2	Second Amendment to Third Amended and Restated Credit Agreement, dated as of May 5, 2014, among the Partnership, the Operating Partnership, Royal Bank of Canada and the other Lenders as set forth therein

**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: May 6, 2014

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

**INDEX TO EXHIBITS**

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