

Sanchez Production Partners LLC  
Form SC 13G/A  
February 09, 2015

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

**SCHEDULE 13G**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 2)\***

**Sanchez Production Partners LLC**  
**(Name of Issuer)**  
**Common Units Representing Class B Limited Liability Company Interests**  
**(Title of Class of Securities)**  
**79971A 106**  
**(CUSIP Number)**  
**December 31, 2014**  
**(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 79971A 106

1 Name of reporting person

Dorsey R. Gardner

2 Check the appropriate box if a member of a group

(a)  (b)

3 SEC use only  
Not applicable

4 Citizenship or place of organization

United States

5 Sole voting power

Number of

shares 2,477,377  
6 Shared voting power

beneficially

owned by 0  
each 7 Sole dispositive power

reporting

person 2,477,377  
8 Shared dispositive power

with

0

9 Aggregate amount beneficially owned by each reporting person

2,477,377

10 Check box if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row (9)

8.6%\*

12 Type of reporting person

IN

\* The beneficial ownership percentages described in this Schedule 13G are based on the aggregate number of the Company's common units outstanding as of November 10, 2014, as reported in the Company's Form 10-Q for the period ended September 30, 2014.

SCHEDULE 13G

CUSIP No. 79971A 106

**Item 1(a). Name of Issuer**

The name of the issuer to which this filing on Schedule 13G relates is Sanchez Production Partners LLC (the Company ).

**Item 1(b). Address of Issuer's Principal Executive Offices**

The principal executive offices of the Company are located at 1000 Main Street, Suite 1300, Houston, Texas 77002.

**Item 2(a). Name of Person Filing**

Dorsey R. Gardner

**Item 2(b). Address of Principal Business Office or, if none, Residence**

401 Worth Avenue, Palm Beach, Florida 33480

**Item 2(c). Citizenship**

United States

**Item 2(d). Title of Class of Securities**

The class of equity securities of the Company to which this filing on Schedule 13G relates is common units representing Class B limited liability company interests.

**Item 2(e). CUSIP Number**

The CUSIP number of the Company's common units is **79971A 106**.

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240-13d-2(b) or (c), check whether the person filing is:**

Not Applicable.

**Item 4. Ownership.**

**Item 4(a). Amount beneficially owned**

2,477,377

Mr. Gardner has sole voting and dispositive power over the common units of the Company held by the DRG 2002 Revocable Trust (2,182,692 common units), the DRG Rollover IRA (155,385 common units), William G. Gardner

(25,000 common units), the DRG 2012 Trust (111,400 common units) and the Robert O Neill Trust (2,900 common units). Accordingly, Mr. Gardner is deemed to have beneficial ownership of such units.

**Item 4(b). Percent of Class**

8.6%

**Item 4(c). Number of shares as to which such person has:**

(i) sole power to vote or to direct the vote:  
2,477,377

(ii) shared power to vote or to direct the vote:  
0

(iii) sole power to dispose or to direct the disposition of:  
2,477,377

(iv) shared power to dispose or to direct the disposition of:  
0

**Item 5. Ownership of Five Percent or Less of a Class**

Not Applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not Applicable.

**Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:**

Not Applicable.

**Item 8. Identification and Classification of Members of the Group**

Not Applicable.

**Item 9. Notice of Dissolution of Group**

Not Applicable.

**Item 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 9, 2015

By: /s/ Dorsey R. Gardner  
Name: Dorsey R. Gardner