

American Midstream Partners, LP
Form 3
October 24, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Energy Spectrum Securities Corp			(Month/Day/Year)	American Midstream Partners, LP [AMID]	
(Last)	(First)	(Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
5956 SHERRY LANE,Â SUITE 900				(Check all applicable)	
(Street)				____ Director	__X__ 10% Owner
				____ Officer	____ Other
				(give title below)	(specify below)
DALLAS,Â TXÂ 75225				6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)		____ Form filed by One Reporting Person	
				__X__ Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Units	6,231,188 <u>(1)</u>	I <u>(1)</u>	See Footnote 1 <u>(1)</u>
Common Units	237,341 <u>(2)</u>	I <u>(2)</u>	See Footnote 2 <u>(2)</u>

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Energy Spectrum Securities Corp 5956 SHERRY LANE SUITE 900 DALLAS, TX 75225	^	^ X	^	^
Energy Spectrum VI LLC 5956 SHERRY LANE SUITE 900 DALLAS, TX 75225	^	^ X	^	^
Energy Spectrum Capital VI LP 5956 SHERRY LANE SUITE 900 DALLAS, TX 75225	^	^ X	^	^
Energy Spectrum Partners VI LP 5956 SHERRY LANE SUITE 900 DALLAS, TX 75225	^	^ X	^	^

Signatures

/s/ James P. Benson, Vice President	10/23/2014
__Signature of Reporting Person	Date
/s/ James P. Benson, Managing Director	10/23/2014
__Signature of Reporting Person	Date
/s/ James P. Benson, Managing Director of General Partner	10/23/2014
__Signature of Reporting Person	Date
/s/ James P. Benson, Managing Director of General Partner of General Partner	10/23/2014
__Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Energy Spectrum Securities Corporation ("ESSC") owns 100% of the issued and outstanding membership interest of Energy Spectrum VI, LLC, a Texas limited liability company ("ESLLC"), which serves as the general partner of Energy Spectrum Capital VI LP, a Delaware limited partnership ("ESCLP"), which serves as the general partner of Energy Spectrum Partners VI LP, a Delaware limited

- (1) partnership ("ESP" and together with ESSC, ESLLC, and ESCLP, the "Energy Spectrum Entities"). ESP is the record holder of the Common Units of the Issuer reported in this line on this Form 3 (the "Owned Units") and has a direct pecuniary interest in the Owned Units. ESSC, ESLLC, and ESCLP beneficially own the Owned Units for the purposes of Section 13(d) of the Exchange Act and have an indirect pecuniary interest in the Units.

The Common Units of the Issuer reported in this line (the "Escrowed Units") are held of record by Costar Midstream Energy LLC

- (2) ("CME"). The Energy Spectrum Entities have an indirect pecuniary interest in the Escrowed Units by virtue of controlling their allocation and distribution between ESP and CME upon their release from an escrow account.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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