Sayavedra Laura Buss Form 4 October 04, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31, Expires:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

Units

Units

Common

10/03/2011

may continue.

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 See Instruction

(Print or Type Responses)

	Address of Reporting I Laura Buss	Person * 2. Issuer Symbol	r Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	•	Energy Partners, LP [SEF f Earliest Transaction	(Check all applicable)			
, , ,	THEIMER COUR	(Month/D	Day/Year)	Director 10% Owner _X_ Officer (give title Other (specify below) VP and Chief Financial Officer			
	(Street)		endment, Date Original nth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
HOUSTO	N, TX 77056			Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tabl	le I - Non-Derivative Securitie	s Acquired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)					
Common	10/03/2011		M 1,670 A \$	8 21 4,853 D			

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

F

442

D

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D

4,411

28.21

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

1. Title of	2.	3. Transaction Date		4.	5. Number	6. Date Exercisable and		7. Title and Amount of		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if		onof Derivative	*		Underlying Securities		Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)		(Instr. 3 and 4)		Securit
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired					(Instr.
	Derivative				(A) or					
	Security				Disposed of					
					(D)					
					(Instr. 3, 4,					
					and 5)					
						Date Exercisable	Expiration Date	Title	Amount or Number	
				Code V	(A) (D)	Excicisable	Date		of Shares	
Ltip Grant Oct 2008	<u>(1)</u>	10/03/2011		M	1,670	(3)	(2)	Common Units	1,670	\$ (

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Sayavedra Laura Buss 5400 WESTHEIMER COURT HOUSTON, TX 77056

VP and Chief Financial Officer

Signatures

/s/ Allison McHenry, Attorney-in-Fact for Ms. Sayavedra

10/04/2011

**Signature of Reporting Person

Date

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) Converts to Common Units on a 1-for-1 basis.
- (2) Expiration date not applicable.
- (3) Grant vests in three equal installments beginning October 1, 2009.

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.

Reporting Owners 2