

MARTIN MIDSTREAM PARTNERS LP  
Form 8-K  
May 28, 2010

**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): May 24, 2010**

**MARTIN MIDSTREAM PARTNERS L.P.**  
(Exact name of registrant as specified in its charter)

**DELAWARE**

(State or other Jurisdiction of  
Incorporation)

**000-50056**

(Commission File Number)

**05-0527861**

(IRS Employer Identification No.)

**4200 STONE ROAD**

**KILGORE, TEXAS**

(Address of Principal Executive Offices)

**75662**

(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:

- 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))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 24, 2010, John P. Gaylord provided notice that he was resigning from his position as a member of the Board of Directors (the Board) of Martin Midstream GP LLC, the general partner of Martin Midstream Partners L.P. (the Partnership), effective May 28, 2010. In connection with Mr. Gaylord's resignation from the Board, and effective as of the date of such resignation, Mr. Gaylord also vacated his positions as a member of the following committees of the Board: the Conflicts Committee, the Audit Committee, the Compensation Committee, and the Nominating Committee.

**Item 7.01 Regulation FD Disclosure.**

On May 28, 2010, the Partnership issued a press release announcing the resignation of Mr. Gaylord.

A copy of the press release is furnished as an exhibit to this Current Report.

In accordance with General Instruction B.2 of Form 8-K, the information set forth in this Item 7.01 and in the attached exhibit shall be deemed to be furnished and not deemed to be filed for purposes of the Securities Exchange Act of 1934, as amended (the Exchange Act).

**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 is deemed to be furnished and not deemed to be filed for purposes of the Exchange Act.

EXHIBIT  
NUMBER

DESCRIPTION

99.1 Press release dated May 28, 2010.

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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: May 28, 2010

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

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