

MARTIN MIDSTREAM PARTNERS LP

Form 8-K

June 30, 2004

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**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): June 30, 2004

**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, TEXAS  
(Address of principal executive offices)

75662  
(Zip code)

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

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**ITEM 5. OTHER EVENTS AND REQUIRED FD DISCLOSURE**

Filed as Exhibits 99.1 and 99.2, respectively, to this Current Report are the December 31, 2003 (audited) and March 31, 2004 (unaudited) balance sheets of Martin Midstream GP LLC, the general partner of Martin Midstream Partners L.P., and the report of independent accountants on the December 31, 2003 (audited) balance sheet dated June 14, 2004.

**ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS**

**(c) Exhibits**

| <b>EXHIBIT<br/>NUMBER</b> | <b>DESCRIPTION</b>   |
|---------------------------|--|
| 99.1                      | Balance Sheets as of December 31, 2003 (audited) and March 31, 2004 (unaudited) of Martin Midstream GP LLC.        |
| 99.2                      | Independent Auditors Report dated June 14, 2004 on the December 31, 2003 Balance Sheet of Martin Midstream GP LLC. |

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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: June 30, 2004

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

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