Parsons Jerry A Form 4 February 17, 2009

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: 2005

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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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Parsons Jerry A Issuer Symbol SemGroup Energy Partners, L.P. (Check all applicable) [SGLP] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner __X_ Other (specify Officer (give title (Month/Day/Year) below) below) 6120 SOUTH YALE 02/13/2009 EVP of GP of Issuer **AVENUE, SUITE 500** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

TULSA, OK 74136

(State)

(Zip)

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Reneficially Owned

Form filed by More than One Reporting

• •	•	1 able 1	- Non-Den	vauve Securiue	s Acqui	reu, Disposeu oi	, or benefician	y Owneu
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acor(A) or Disposed (D) (Instr. 3, 4 and acord) (A) or Amount (D)	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common units				6 390	\$			

(1)

partner interests

representing 02/13/2009 limited

F

14,910 3.51

D

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

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number.

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	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Parsons Jerry A 6120 SOUTH YALE AVENUE SUITE 500

EVP of GP of Issuer

TULSA, OK 74136 **Signatures**

/s/ Jerry A. 02/17/2009 Parsons

**Signature of Date
Reporting Person

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).

As disclosed in a Current Report on Form 8-K filed on July 21, 2008, the phantom units owned by Mr. Parsons vested on a change of control of the general partner, SemGroup Energy Partners G.P., L.L.C. (the "General Partner"), of SemGroup Energy Partners, L.P. (the

(1) "Partnership"). 20,000 phantom units were reported as owned in prior Form 4 filings. The vested phantom units have since been issued to Mr. Parsons and 6,390 common units were withheld on February 13, 2009 to fulfill tax obligations as permitted by the Long-Term Incentive Plan of the General Partner.

Remarks:

Mr. Parsons is an Executive Vice President of SemGroup Energy Partners G.P., L.L.C., the general partner of SemGroup Energy 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

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