SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Ad Oliver Dan	R (!	. Date of Event tequiring Stater Month/Day/Yea 2/26/2009	nent	3. Issuer Name and Ticker or Trading Symbol <u>NuStar Energy L.P.</u> [NS]						
(Last) (First) (Middle) 2330 NORTH LOOP 1604 WEST					4. Relationship of Reporting Perso (Check all applicable) Director	on(s) to Issue 10% Owne Other (spe	er (Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) SAN TX 78248				X Once (give the below) Vice Presider	below)	Appl	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Units					400 ⁽¹⁾ D					
Common Units					1,256 ⁽²⁾	D				
Common Units					1,970 ⁽³⁾	D				
Common Units					303	D				
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 Securit Underlying Derivative Securit	y (Instr. 4) Conversi or Exercis			6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Performance Units			(4)(5)	01/22/2016	Common Units	1,000	0	D		
Employee Unit Options (right to buy)			(6)	04/30/2014	Common Units	1,000	69.15	D		

Explanation of Responses:

1. Restricted units remaining unvested from original grant of 500 restricted units on April 30, 2007. The restricted units vest annually in equal increments over a five-year period beginning on the first anniversary of the grant date.

2. Restricted units remaining unvested from original grant of 1,570 restricted units on November 16, 2007. The restricted units vest annually in equal increments over a five-year period beginning on the first anniversary of the grant date.

3. Restricted units remaining unvested from original grant of 1,970 restricted units on November 6, 2008. The restricted units vest annually in equal increments over a five-year period beginning on the first anniversary of the grant date.

4. Performance units vest annually in 1/3 increments over three years beginning on the first anniversary of their grant date. Upon vesting, the performance units are converted into a number of NuStar Energy L.P. (NuStar) units based on NuStar's total unitholder return (TUR) during rolling three-year periods that end of December 31 of each year following the date of grant. At the end of each performance period, NuStar's TUR is compared to NuStar's per group and ranked by quartile. Holders of the performance units the earn 0%, 50%, 100% or 150% of that portion of the initial grant that is vesting, depending upon whether NuStar's TUR is in the last, third, second or first quartile, respectively; holders earn 200% if NuStar ranks first in the Peer Group. Amounts not earned in a given performance period can be carried forward for one additional performance period and up to 100% of the carried amount can still be earned, depending upon the quartile achieved for that subsequent period.

5. Performance units from original grant of 1,000 performance units on January 22, 2009 that remain available for future vest.

6. Unit options remaining unvested or unexercised from original grant of 1,000 unit options on April 30, 2007. The unit options vest annually in equal increments over a five-year period beginning on the first anniversary of the grant date.

Elizabeth E. Clifton as

Attorney-In-Fact for Daniel S. 03/10/2009

Oliver

** Signature of Reporting Person Date

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

* 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).

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

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 Number.