

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): December 8, 2008

NUSTAR ENERGY L.P.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

1-16417
(Commission
File Number)

74-2956831
(IRS Employer
Identification No.)

2330 North Loop 1604 West
San Antonio, Texas
(Address of principal executive offices)

78248
(Zip Code)

Registrant's telephone number, including area code: (210) 918-2000

NOT APPLICABLE
(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 7.01 Regulation FD Disclosure.

On December 9, 2008, senior management of NuStar Energy L.P. (the “Company”) will make a presentation to investors at the 2008 Wachovia Pipeline and MLP Symposium at 11:35 a.m. (ET) on Tuesday, December 9, 2008, in New York, New York (the “Presentation”). The slides attached to this report were prepared in connection with the Presentation. The slides are included in Exhibit 99.1 to this report and are incorporated herein by reference. The slides will be available on the Company’s website at www.nustarenergy.com.

The information in this report is being furnished, not filed, pursuant to Regulation FD. Accordingly, the information in Items 7.01 and 9.01 of this report will not be incorporated by reference into any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference. The furnishing of the information in this report is not intended to, and does not, constitute a determination or admission by the Company that the information in this report is material or complete, or that investors should consider this information before making an investment decision with respect to any security of the Company or any of its affiliates.

Safe Harbor Statement

Statements contained in the exhibit to this report state the Company’s or its management’s expectations or predictions of the future and are forward-looking statements intended to be covered by the safe harbor provisions of the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended. It is important to note that the Company’s actual results could differ materially from those projected in such forward-looking statements. Factors that could affect those results include those mentioned in the documents that the Company has filed with the Securities and Exchange Commission.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Slides from presentation to be used on December 9, 2008.

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.

NuStar Energy L.P.

By: Riverwalk Logistics, L.P.
its general partner

By: NuStar GP, LLC
its general partner

Date: December 8, 2008

By: /s/ Amy L. Perry

Amy L. Perry
Assistant Secretary

EXHIBIT INDEX

<u>Number</u>	<u>Exhibit</u>
99.1	Slides from presentation to be used on December 9, 2008.



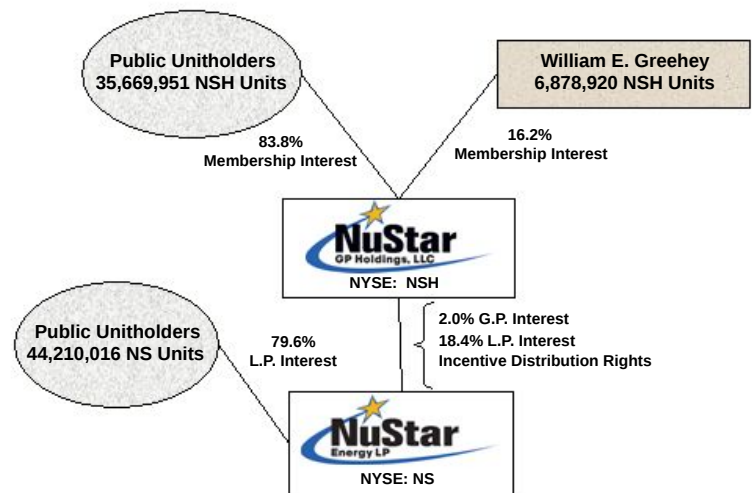
**Wachovia Pipeline & MLP
Symposium**
Curt Anastasio - CEO & President
December 9, 2008

This presentation contains certain estimates, predictions, projections, assumptions and other forward-looking statements that involve various risks and uncertainties. While these forward-looking statements, and any assumptions upon which they are based, are made in good faith and reflect our current judgment regarding the direction of our business, actual results will almost always vary, sometimes materially, from any estimates, predictions, projections, assumptions or other future performance suggested in this report. These forward-looking statements can generally be identified by the words "anticipates," "believes," "expects," "plans," "intends," "estimates," "forecasts," "budgets," "projects," "will," "could," "should," "may" and similar expressions. These statements reflect our current views with regard to future events and are subject to various risks, uncertainties and assumptions. For a discussion of certain of those risks, please read "Risk Factors" in Item 1A of both NuStar Energy L.P's and NuStar GP Holdings, LLC's respective annual reports on Form 10-K for the year ended December 31, 2007 and each entity's subsequent quarterly reports as filed with the Securities and Exchange Commission.

NuStar Overview

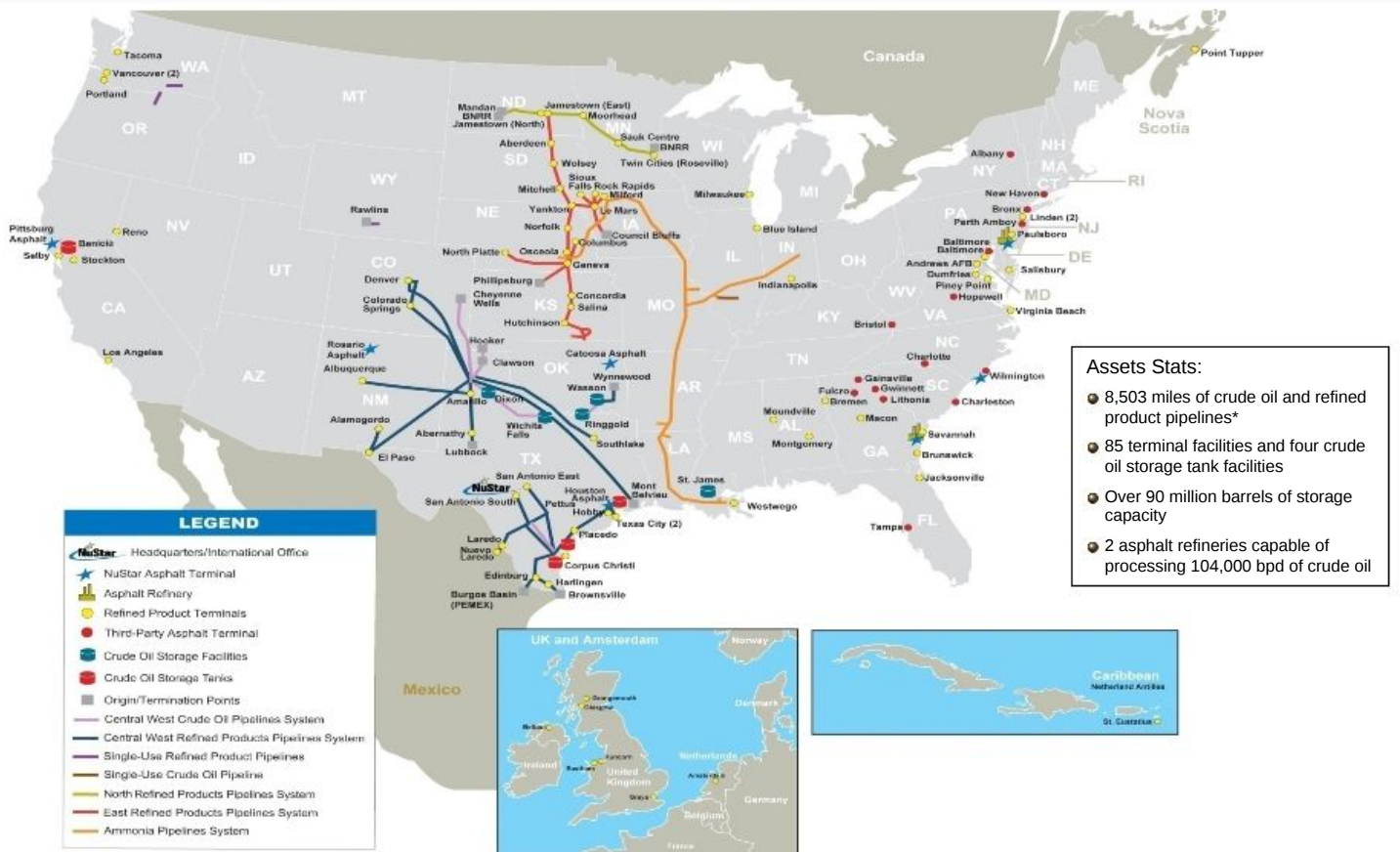


- NuStar Energy L.P. is a leading publicly traded growth-oriented partnership (NYSE: NS)
- ◆ General partner owned by NuStar GP Holdings, LLC (NYSE: NSH)
- ◆ One of the largest independent petroleum pipeline and terminal operators in the U.S.
- ◆ One of the largest asphalt refiners and marketers in the U.S.
- ◆ Large and diverse asset footprint with operations in seven different countries
- ◆ Experienced management team with substantial equity ownership



	<u>NS</u>	<u>NSH</u>
IPO Date:	4/15/2001	7/19/2006
Annual Distribution/Unit:	\$4.23	\$1.72
Yield (12/04/08):	11.59%	10.80%
Market Equity Capitalization:	\$1,988 million	\$677 million
Enterprise Value:	\$3,996 million	\$684 million
Total Assets (9/30/08):	\$4,932 million	\$586 million
Net Debt/Capitalization (9/30/08):	47.5%	0%
Debt/EBITDA (9/30/08):	3.9x	n/a

Asset Overview

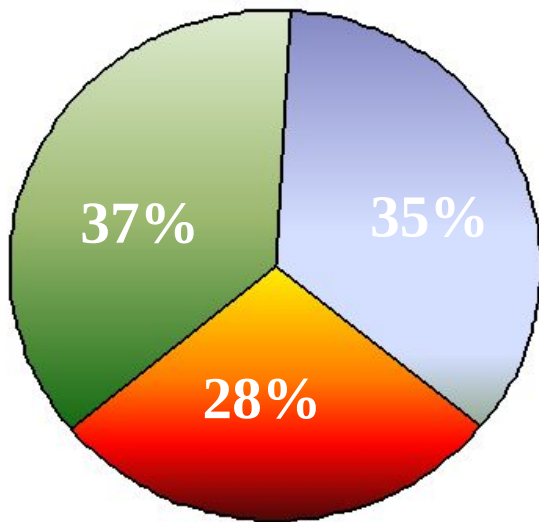


* On December 1, 2008, NuStar sold a portion of its interest in the Skelly Belvie Pipeline Company, LLC for approximately \$36 million representing approximately 560 miles of pipeline

Diversified Operations



Expected Percent of 2008 Segment
Operating Income



Storage (~37%)

- Refined Product Terminals
- Crude Oil Storage



Transportation (~35%)

- Refined Product Pipelines
- Crude Oil Pipelines

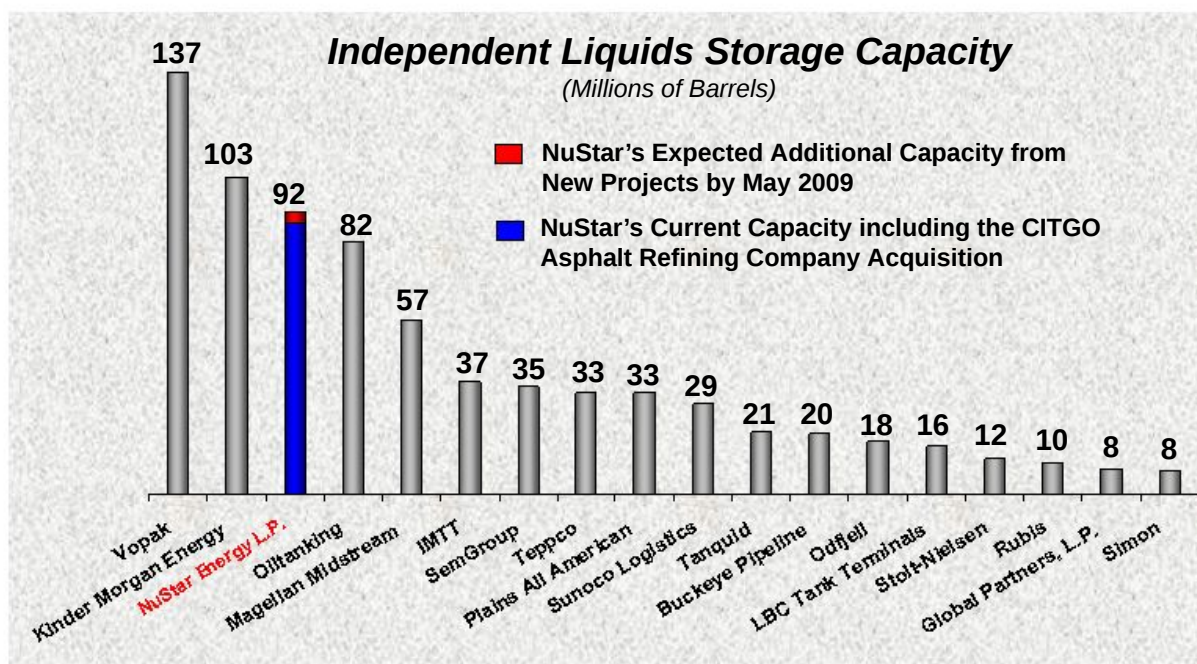


Asphalt & Fuels Marketing (~28%)

- Asphalt
- Fuels Marketing
 - Product Supply, Wholesale and Fuel Oil Marketing
 - Bunkering/Other

- Diversification of operations provide various earnings streams and reduces risk
- Approximately 72% of NuStar Energy's operating income in 2008 expected to come from stable, fee-based operations
- Remainder of operating income relates to margin-based asphalt and fuels marketing operations

Global Leader in Independent Liquids Storage



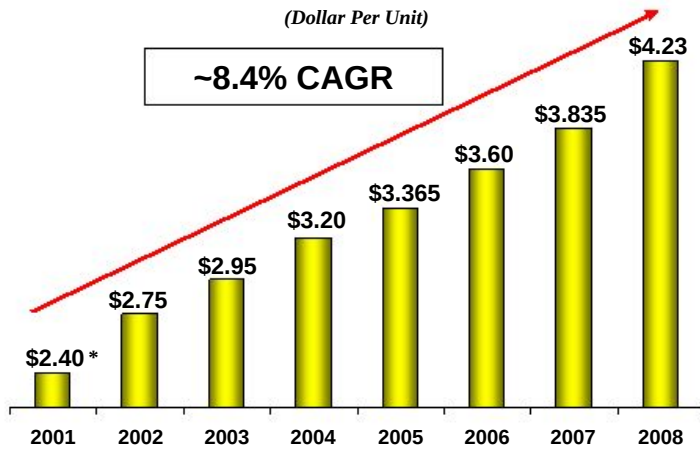
- NuStar is the third largest independent liquids terminal operator in the world
- The CITGO Asphalt Refining Co. acquisition added 4.8 million barrels of storage
- Portfolio of terminal expansion projects expected to contribute around 8.5 million barrels of storage capacity

Consistent Distribution Growth Since IPO



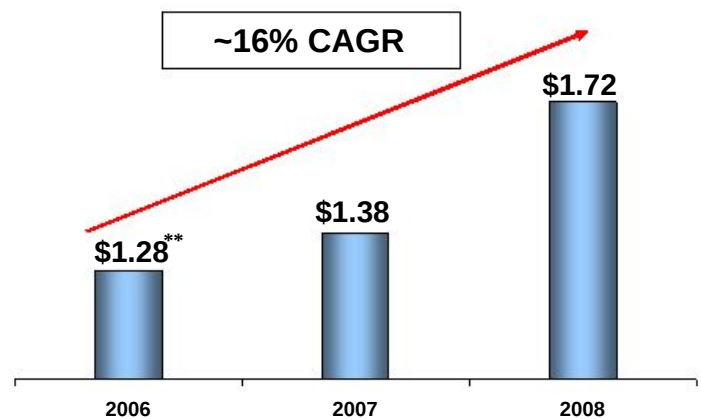
NuStar Energy L.P. Annual Distribution Increases Since IPO

(Dollar Per Unit)



NuStar GP Holdings, LLC Annual Distribution Increases Since IPO

(Dollar Per Unit)



- NuStar Energy L.P. increased the 3rd quarter 2008 distribution by 7.4% to \$1.0575 per unit, or \$4.23 per unit on an annual basis
 - ◆ Strong coverage ratio of 2.72 times applicable to the limited partners
- NuStar GP Holdings, LLC increased the 3rd quarter 2008 distribution by 19.4% to \$0.43 per unit, or \$1.72 per unit on an annual basis

* Based on NS annualized distribution of \$0.60 per unit in 2001

** Based on NSH annualized distribution of \$0.32 per unit in 2006

NuStar's 2008 YTD Returns Holding Up Well Compared to the Market Indexes and Peers



2008 Total Returns



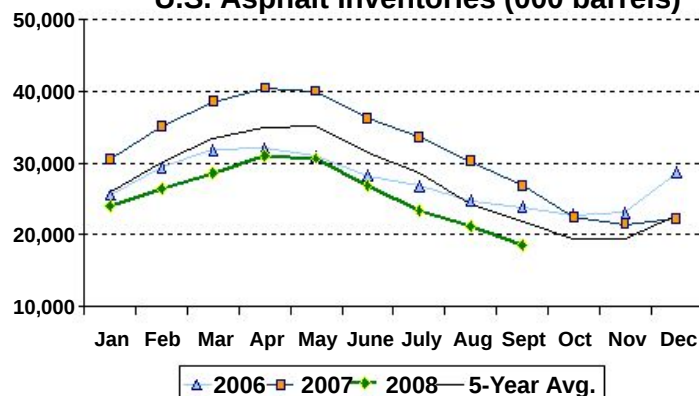
- Despite the market meltdown and volatility in the sector, NuStars' 2008 year-to-date total returns are holding up well compared to the market indexes and peers
- In recent months, in the face of ongoing credit market turmoil, investors have begun to reward and differentiate companies with more pristine balance sheets

Note: NSH GP Peers Total Return Index is weighted on market capitalization of each company and includes the following companies: AHD, AHGP, BGH, EPE, ETE, HPGP, MGG, and NRGP.

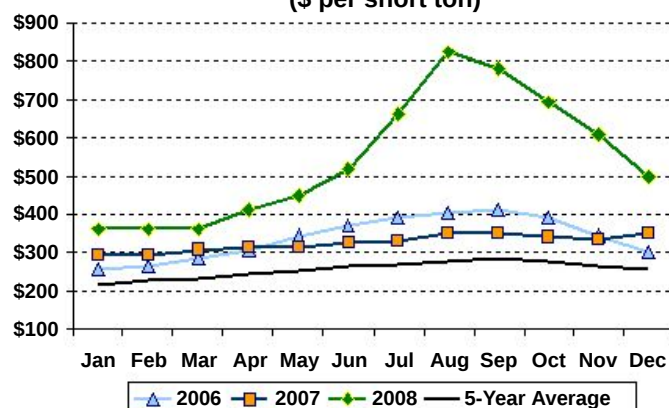
Asphalt Overview

- U.S. asphalt demand in 2008 has remained below last year's levels, however, reduction in supply more than offset the negative impact of reduction in demand resulting in higher asphalt prices and margins
 - ◆ Although 2008 YTD U.S. demand was lower by around 13% compared to 2007 YTD, U.S. asphalt production was lower by 11% and imports were down by nearly 40% resulting in inventories being down over 26%
 - ◆ Significant decline in product prices and seasonality of business expected to result in weaker 4th quarter
- Continue to expect the same factors that caused the asphalt markets to be tight in 2008 to be present in 2009
 - ◆ Competitor in PADD I has discontinued producing asphalt
 - ◆ Venezuela has not exported any asphalt to the U.S. since January 2008
 - ◆ Weak gasoline cracks resulted in production run cuts in the U.S. Mid-West/Mid-Continent regions
- Expect asphalt demand to be slightly lower in 2009 versus 2008
 - ◆ Second stimulus package that funds additional highway projects could benefit asphalt demand in 2009 and beyond
 - ◆ Lower crude oil and lower asphalt prices could also be positive for asphalt demand
- Coker projects should start to impact asphalt markets in 2010 and 2011 as they come online

U.S. Asphalt Inventories (000 barrels)



NJ Asphalt Cement Price Index (\$ per short ton)



Source of data for graphs: U.S. Energy Information Administration and New Jersey Department of Transportation

Infrastructure Needs in the U.S. to Drive U.S. Asphalt Demand



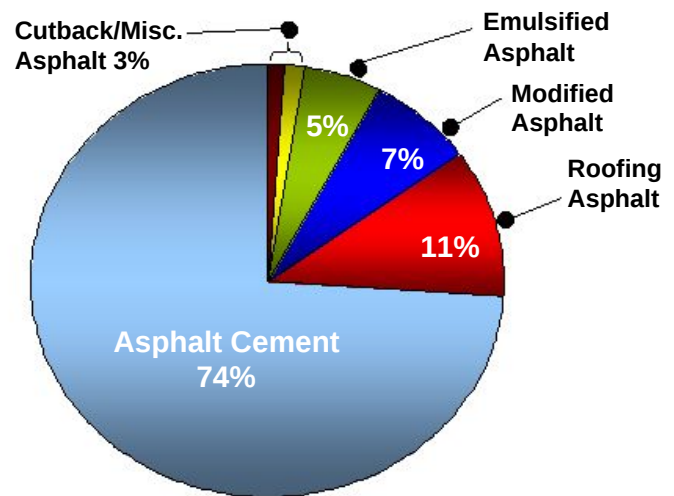
● Significant infrastructure needs in the U.S.

- ◆ Major increase in road investment needed to accommodate growing demand on nation's surface transportation system
 - Paving demand accounts for the majority, or around 85%, of total U.S. asphalt demand
- ◆ Re-roofing projects account for majority of asphalt roofing demand versus new builds
 - Roofing demand only accounts for around 10% of total U.S. asphalt demand

● U.S. is only spending a fraction of what it should to maintain roads

- ◆ Estimated that the nation's total infrastructure funding needs over a five-year period will approach \$1.6 trillion**
 - \$116 billion needed annually to maintain and upgrade our nation's roads and bridges**
- ◆ U.S. invests less than 1% of GDP on infrastructure, versus 9% for China, and about 3.5% in Australia and India**
 - China's recent announcement to spend \$586 billion (close to 15%) of its GDP on infrastructure contrasts with United States' under investment in infrastructure**

2007 U.S. Usage by Type of Asphalt



Total Usage of Asphalt = 30,403,367 tons

Source: Asphalt Institute Usage Report

* Source: National Surface Transportation Policy & Revenue Commission

** Source: "Investing in the Changing Face of Infrastructure," Wachovia Capital Markets, LLC. November 2008

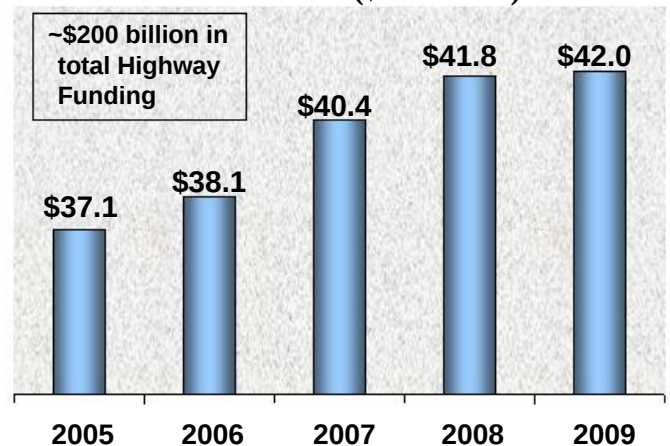
Status of U.S. Highway Funding

Second Stimulus Package Expected to Benefit Asphalt Demand



- Highway construction expenditures are dependent upon spending by federal, state and local governments and from the private sector
- Current federal highway funding bill passed in August 2005 (i.e. SAFETEA-LU) fully funded through 2009
 - ◆ Bipartisan victory on recent \$8 Billion payback to the Highway Trust Fund, which fully funds the account through 2009
- Federal funds typically require states to match some portion of the federal contribution as an incentive to spend more on road construction
 - ◆ States are expecting comparable funding in 2009 as they received in 2008
 - ◆ States will lose matched federal funding if they don't spend money on highways
- SAFETEA-LU expires at the end of FY 2009
 - ◆ Congress to begin debate on how to fund the reauthorization in early 2009
 - Chairman of the House Transportation and Infrastructure Committee seeking \$300-500 Billion
 - ◆ Funding options
 - Federal gas tax increase, indexing user fees for inflation adjustment, bonds, tolls
- Possible \$300 to \$500 billion in tax cuts, infrastructure spending and various types of subsidies and grants from a second economic stimulus package could augment highway funding
 - ◆ Package could include approximately \$18 billion or more in transportation infrastructure investments, encompassing over 3,000 projects and supporting over half a million jobs, which could be under contract in less than 90 days***
 - ◆ Would be a big victory for the Obama Administration in first 30 days
 - ◆ Favorable possibility of 100% federal financing— no matching criteria

Annual Federal Highway Funding Under SAFETEA-LU (\$ in billions)*



* Source: NAPA - National Asphalt Pavement Association ** Source: Bureau of Transportation Statistics *** Source: American Associate of State Highway Transportation

Impact of Coker Projects Still Intact Despite Some Projects Delayed/Cancelled



Current U.S. Coker Capacity Projects: (Includes firm and probable expansions)

No.	Refinery	PADD	Announced Coker Capacity (Mbpd)	Announced Crude Capacity (Mbpd)	Start Up Date	Status
1	Coffeyville Resources - Coffeyville, Kansas	II	2.0	8.0	1Q 2007	Complete
2	BP - Toledo, Ohio	II	2.0	10.0	1Q 2007	Complete
3	Valero - Port Arthur, Texas	III	25.0	75.0	1Q 2007	Complete
4	Frontier - Cheyenne, Wyoming	IV	4.3	-	3Q 2007	Complete
5	Chevron - El Segundo, California	V	15.0	-	4Q 2007	Complete
6	Sinclair - Sinclair, Wyoming	IV	20.0	11.0	4Q 2007	Complete
7	ConocoPhillips - Borger, Texas	III	25.0	-	4Q 2007	Complete
8	Cenex - Laurel, Montana	IV	15.0	-	1Q 2008	Complete
9	Frontier - El Dorado, Kansas	II	3.0	11.0	2Q 2008	Complete
10	Tesoro - Martinez, California	V	4.4	-	2Q 2008	Complete
11	ConocoPhillips - Los Angeles, California	V	5.0	-	4Q 2008	Firm
12	Sinclair - Tulsa, Oklahoma	II	28.5	-	2Q 2009	Firm
13	Valero - St. Charles, Louisiana	III	10.0	45.0	3Q 2009	Firm
14	Marathon - Garyville, Louisiana	III	44.0	180.0	4Q 2009	Firm
15	Hunt - Tuscaloosa, Alabama	III	18.5	15.0	3Q 2010	Firm
16	ConocoPhillips - Wood River, Illinois	II	65.0	55.0	1Q 2011	Firm
17	Atofina Petrochemicals Inc. - Port Arthur, Texas	III	50.0	-	1Q 2011	Probable
18	Motiva - Port Arthur, Texas	III	40.0	325.0	1Q 2011	Firm
19	Pasadena Refining System - Pasadena, Texas	III	29.0	100.0	2Q 2011	Probable
20	BP - Whiting, Indiana	II	95.0	30.0	1Q 2012	Firm
21	ConocoPhillips - Borger, Texas	III	20.0	34.0	2Q 2012	Probable
22	ConocoPhillips - Wood River, Illinois	II	30.0	25.0	2Q 2013	Probable
23	BP/Husky - Toledo, Ohio	II	25.0	-	4Q 2013	Firm / Delayed
24	Marathon - Detroit, Michigan	II	28.0	13.0	TBD	Firm / Delayed
Total US Expansion			603.7	937.0		

- Most of the coker projects on our list are either already complete or have a high likelihood of completion (i.e. firm projects)
- The few projects that have been either cancelled or delayed were small in scope and/or were at the back end of our list (i.e. in 2013)
- Additional coker capacity additions of around 604,000 barrels per day only slightly lower than the 650,000 barrels per day previously expected
- Asphalt markets have already begun to tighten and asphalt margins should continue to increase as more coker projects are completed

Source: PIRA Refinery Database; Company Information

Financial Overview

\$400 million Construction Program Nearly Complete – Expect \$80 million of internal growth projects in 2009



(Dollars in Millions)

Major Projects	Total Capital Investment	In-Service Dates				
		1Q08	2Q08	3Q08	4Q08	2009
Major Projects Completed in Late 2006 & 2007	\$92.0					
Amsterdam Expansion – Partial P1	37.8	Completed				
St. Eustatius Expansion – P3	20.2	Completed				
Texas City, TX Expansion	21.1	Completed				
St. James, LA Expansion	25.6	Completed				
Linden, NJ Pipeline Expansion	7.7	Completed				
Jacksonville, FL Expansion	20.5	Completed				
Amsterdam Expansion – Partial P1	37.8	Completed				
Amsterdam Expansion – Option 1	5.3	Completed				
St. James, LA Expansion	26.5	Completed				
Amsterdam Expansion – Option 2	29.2	Completed				
Texas City, TX Expansion	13.5	Completed				
Asphalt/Heavy Fuel Oil Projects	35.0					
Storage and Pipeline Projects	46.0					

Total

~\$415

- \$400 million construction program nearly complete with around \$40 million of capex left to be spent by May 2009
 - ◆ Full year contribution from construction program around \$45 million of operating income
- Plenty of opportunities to grow the business with around \$500 million of new internal growth project ideas and acquisition targets over the next few years
 - ◆ Not obligated to push forward on these projects and can scale back as necessary
 - ◆ Budgeted around \$80 million of internal growth capex in 2009 until we see more clearly how the financial crisis resolves itself

P = Phase

NuStar Energy L.P. Balance Sheet Continues to be Solid



(Dollars in Millions)

Capital Structure (9/30/08)

\$1.25 billion Credit Facility	\$711.9
NuStar Logistics Notes (7.65%)	\$349.3
NuStar Logistics Notes (6.875%)	99.9
NuStar Logistics Notes (6.05%)	229.6
Kaneb Ops. Notes (5.875%)	259.4
Kaneb Ops. Notes (7.75%)	274.1
Other Debt	<u>127.3</u>
Total Debt	\$2,051.5
Total Partners' Equity	2,266.2
Total Capitalization	<u><u>\$4,317.7</u></u>

Credit Summary

- Standard & Poor's - BBB- (Outlook Negative)
- Moody's - Baa3 (Outlook Negative)
- Fitch - BBB- (Outlook Negative)
- Debt/EBITDA (9/30/08) – 3.9x
- Debt/Capitalization (9/30/08) – 47.5%

Long-Term Debt Maturities (9/30/08)

2009	\$0.7
2010	\$0.8
2011	\$0.8
2012	\$1,100*
2013	\$481
2014	\$1.0

* Primarily includes maturity of \$712 million revolver balance and \$350 million of senior notes

Current Revolver Availability

Total Bank Credit	\$1,228
Less:	
Borrowings	\$(640)
Letters of Credit	<u>\$(67)</u>
Revolver Liquidity	<u><u>\$521</u></u>

- Due to lower working capital requirements and additional debt reduction, we now expect our availability under our revolver to be over \$550 million by year end

- Continue to expect 2008 to be a record year with the highest annual earnings in the partnership's history
- Fourth quarter 2008 earnings expected to be significantly lower than the third quarter 2008 earnings and the current fourth quarter 2008 consensus estimate
 - ◆ Primarily driven by rapid decline in product prices since mid-September, which has outpaced the slower decline in NuStar's weighted average cost of goods sold causing margins to compress more than expected
 - Significant decline in crude oil prices has pushed all product prices considerably lower
 - ◆ Also driven by seasonality of the asphalt business where demand for asphalt paving declines in the winter months
 - ◆ Expect 2008 EBITDA contribution from asphalt business to be lower than previously expected
 - ◆ Believe transportation and storage businesses will hold up well in the fourth quarter of 2008 despite volumes being impacted by turnarounds at a couple of Valero Energy's refineries we serve
- 2009 EBITDA should be comparable to 2008 EBITDA
 - ◆ Should benefit in 2009 from slightly better results from our transportation and storage segments partially offset by weaker results from our asphalt operations

Continue to Expect Transportation Segment to Perform Well in 2009



Transportation Segment (Refined Product & Crude Oil Pipelines):

- Expect 4Q08 transportation business segment volumes to be lower by around 4% compared to 3Q08 primarily due to turnarounds at three Valero Energy refineries we serve
 - ◆ Despite lower volumes, 4Q08 transportation revenues only expected to decline by around 1%
- While we expect to be impacted by weaker demand next year, total throughput volumes on our transportation segment should be comparable in 2009 vs. 2008
 - ◆ New pipeline project and incremental refined product volumes in 2009 as well as fewer refinery operational issues forecasted to occur in 2009 are the primary reasons why volumes are expected to be comparable in 2009 despite weaker demand
- Based on the Producer Price Index through October 2008 plus 1.3%, forecasting an 8 percent increase on the tariffs we charge our customers on nearly all of our pipelines effective July 1, 2009
 - ◆ Increased the tariff by 5.2% effective July 1, 2008 based on last year's producer price index



Also Expect Storage Segment to Perform Well in 2009

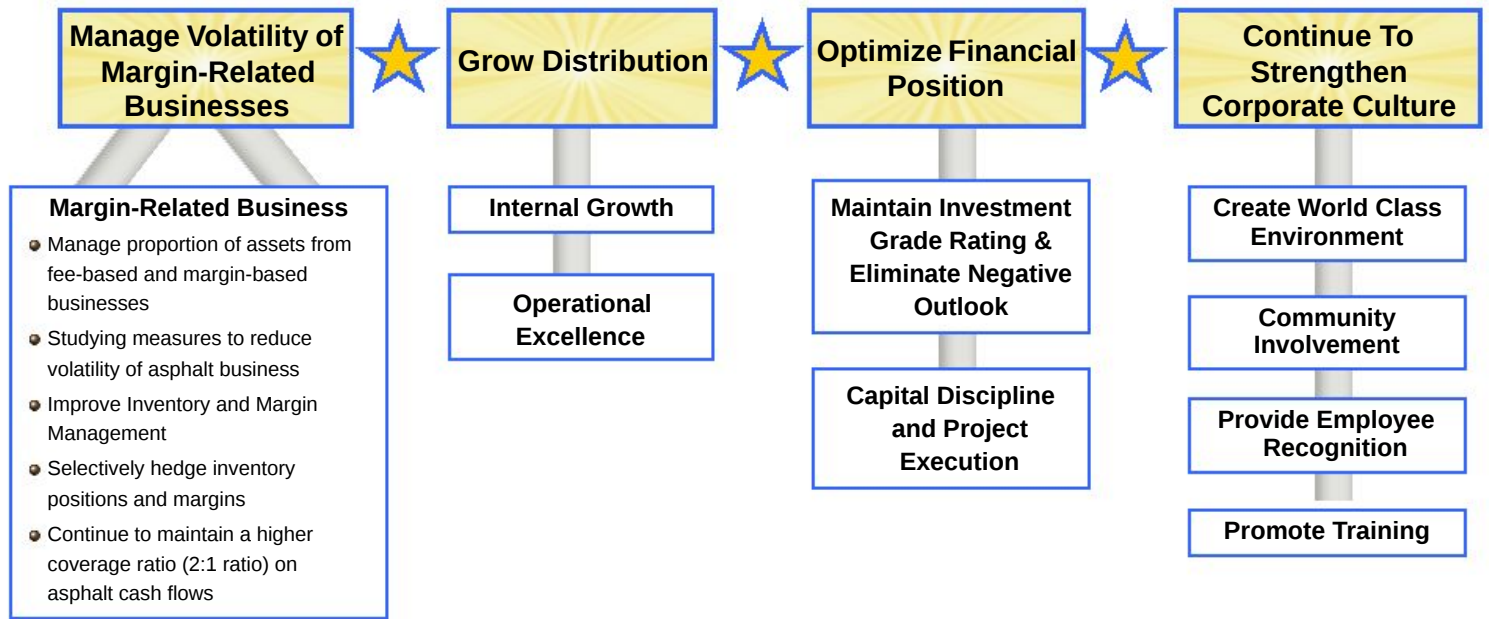


Storage Segment (Crude Oil Storage and Refined Product Terminals):

- While 4Q08 storage throughputs are expected to be flat compared to 3Q08, revenues should be higher by around 3% primarily due to additional expansion projects coming on-line
- Most of NuStar's storage business, or nearly 70% of storage lease revenues, is based on long-term contracts
 - ◆ 33% of the contract revenue is one year or less, 25% is three years or less but greater than one year, 24% is five years or less but greater than three years and the remainder, or 18%, is greater than five years
 - Over 90% of the contracts under the \$400 million construction program are five to ten years
 - ◆ It would take a significant decline in demand to impact our total storage revenues since most of our business is contractual versus throughputs
 - A 10% reduction in storage demand would result only in a 1% decrease in total storage revenues
- Expect to continue to benefit from \$400 million construction program in 2009 based on a full 12 month contribution from the majority of the projects



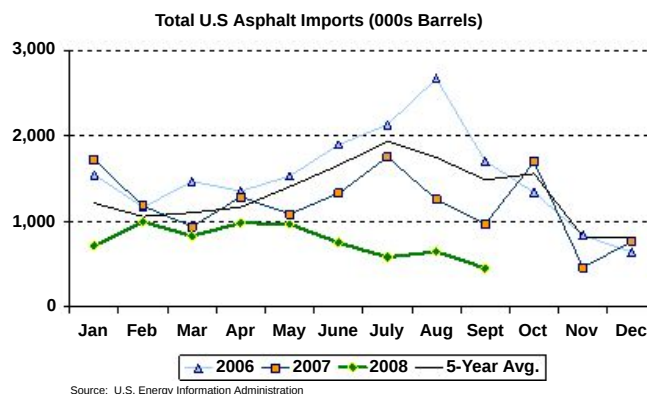
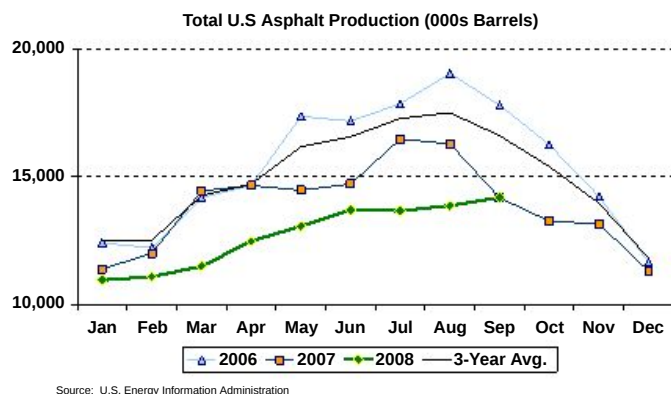
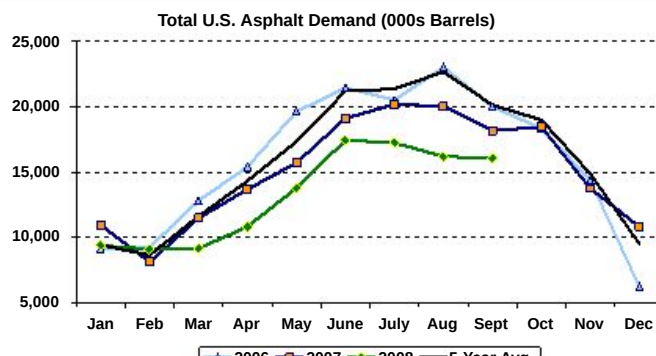
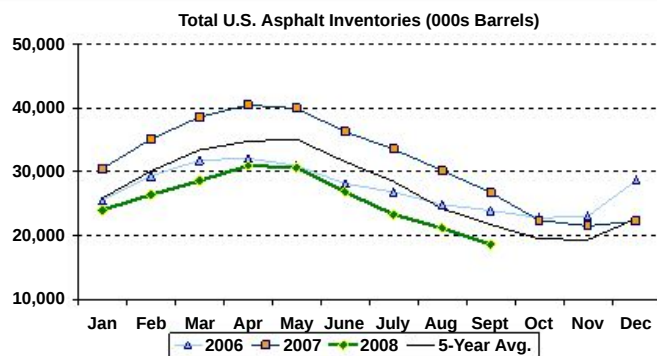
NuStar's Strategies for Maximizing Value in 2009



- One of the largest independent petroleum pipeline and terminal liquids operators in the world
 - ◆ Provides world class pipeline and terminalling services to some of the world's largest crude oil producers, integrated oil companies, chemical companies, oil traders and refineries
- One of the largest asphalt refiners and marketers in the U.S.
- Large and diversified asset footprint in the U.S. and internationally with substantial internal growth opportunities
 - ◆ One of a few partnerships to have a large international presence
 - ◆ \$400 million construction program expected to be complete by May 2009
 - ◆ Plenty of opportunities to grow the business with around \$500 million of new internal growth project ideas and acquisition targets over the next few years
- One of only a few partnerships with incentive distribution rights capped at 25%
 - ◆ Lower cost of capital provides NuStar Energy L.P. a competitive advantage
- Investment grade rating and demonstrated access to capital in difficult markets
- Experienced management team with substantial ownership and insider buying
- Strong earnings expected in 2008
- Growth expected to continue to allow NuStar Energy L.P. and NuStar GP Holdings, LLC to provide future distribution increases

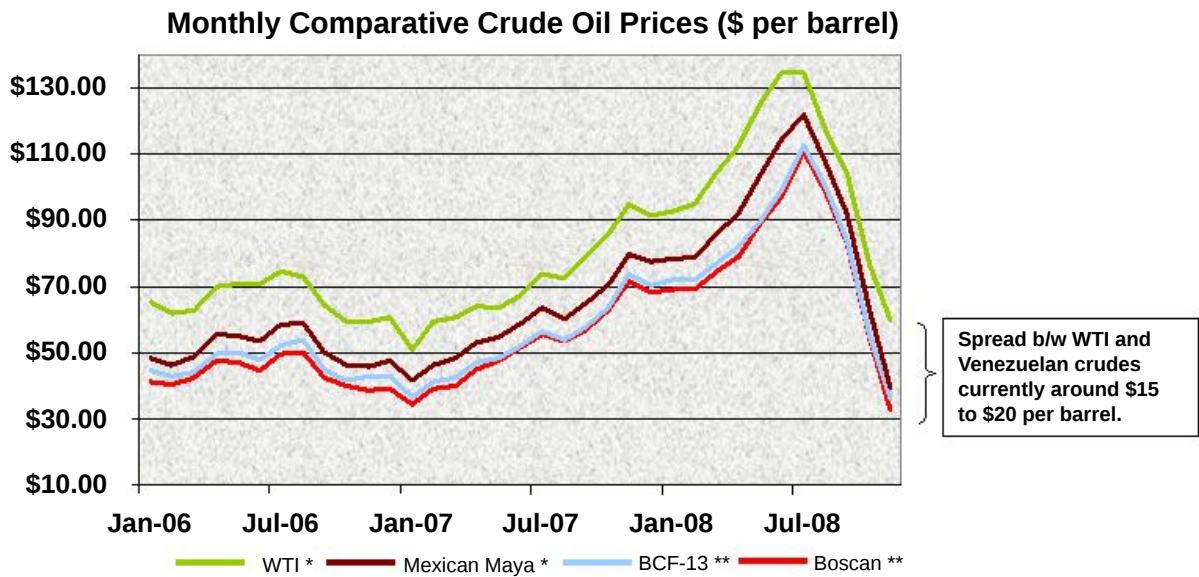
Appendix

U.S. Asphalt Supply/Demand Fundamentals (Through September 2008)



U.S. Asphalt Inventories: Through September 2008, U.S. asphalt inventories were down 26.0%
 U.S. Asphalt Demand: Through September 2008, U.S. asphalt demand was down 13.3%
 U.S. Asphalt Production: Through September 2008, U.S. asphalt production was down 11.0%
 U.S. Asphalt Imports: Through September 2008, U.S. asphalt imports were down 39.8%

NuStar's Crude Oil Feedstocks Continue to Sell at Deep Discounts



- Venezuelan crudes that NuStar is buying continue to sell at significant discounts
 - ◆ BCF-13 and Boscan crude oils are excellent asphaltic crudes purchased at a deep-discount to sweet crudes (i.e. WTI) and to other heavy-sour crudes (i.e. Mexican Maya)
 - ◆ Crude feedstocks are ideal to run at NuStar's refineries since they produce a high yield of asphalt

* Source: Platts

** Source: Company