

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 28, 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 78248

(Address of principal executive offices) (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 May 28, 2008, NuStar Energy L.P. (the "Company") issued a press release announcing second quarter 2008 interim guidance. A copy of the press release is furnished with this report as Exhibit 99.01, and is incorporated herein by reference.

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 Press release dated May 28, 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: May 28, 2008

By: /s/ Amy L. Perry
Amy L. Perry
Assistant Secretary

EXHIBIT INDEX

Number Exhibit

99.1 Press release dated May 28, 2008.

NuStar Energy L.P. and NuStar GP Holdings, LLC Provide Second Quarter 2008 Interim Guidance

SAN ANTONIO, May 28, 2008 - NuStar Energy L.P. (NYSE:NS) today announced that it expects to report approximately break-even earnings applicable to limited partners for the second quarter of 2008. NuStar GP Holdings, LLC (NYSE:NSH) also announced today that it expects to report earnings of \$0.10 for the second quarter of 2008. Included in NuStar Energy L.P.'s expected earnings results for the second quarter of 2008 is a \$61.3 million, or \$1.15 per unit, hedging loss resulting from the termination of NYMEX crude oil (West Texas Intermediate) and intermediate product futures the partnership sold. These hedges comprised approximately 29 percent of the total inventories acquired with the CITGO asphalt acquisition.

Having closed out these positions, the partnership currently does not have any hedging contracts in place associated with its asphalt business. Excluding the impact of the hedging loss, earnings applicable to limited partners are expected to be in the range of \$1.05 to \$1.15 per unit for the second quarter of 2008.

Although the hedging contracts were expected to limit the price volatility of the inventory position acquired from CITGO on March 20, 2008, the sharp and unprecedented rise in crude oil prices of approximately 30 percent since the partnership acquired the asphalt business resulted in the hedging loss.

"While asphalt prices have lagged the rapid run-up in crude oil prices in the second quarter, asphalt prices have now moved up sharply reflecting a much-improved supply and demand situation. This improvement is a result of lower industry inventory and production levels compared to normal, seasonal asphalt demand ramping up and lower-than-normal asphalt imports. As a result of these changing fundamentals, the partnership believes third quarter 2008 earnings will be strong and continues to expect the contribution from the asphalt business will be within the EBITDA range previously communicated," said NuStar President and CEO, Curt Anastasio.

For the second quarter of 2008, management expects to recommend to the board of directors a distribution of \$0.985 per unit, equal to the distribution for the first quarter of 2008. In addition, based on management's current expectations for the business for the remainder of the year, management expects to recommend further distribution increases to the board of directors this year over the distributions declared for 2007.

NuStar Energy L.P. is a publicly traded, limited partnership based in San Antonio, with 9,063 miles of pipeline, 85 terminal facilities, four crude oil storage tank facilities and two asphalt refineries with a combined throughput capacity of 104,000 barrels per day. One of the largest asphalt refiners and marketers in the U.S. and the second largest independent liquids terminal operator in the nation, NuStar has operations in the United States, the Netherlands Antilles, Canada, Mexico, the Netherlands and the United Kingdom. The partnership's combined system has over 86 million barrels of storage capacity, and includes two asphalt refineries, crude oil and refined product pipelines, refined product terminals, a petroleum and specialty liquids storage and terminaling business, as well as crude oil storage facilities. For more information, visit NuStar Energy L.P.'s Web site at www.nustarenergy.com.

Cautionary Statement Regarding Forward-Looking Statements

This press release includes forward-looking statements regarding future events. All forward-looking statements are based on the partnership's beliefs as well as assumptions made by and information currently available to the partnership. These statements reflect the partnership's current views with respect to future events and are subject to various risks, uncertainties and assumptions. These risks, uncertainties and assumptions are discussed in NuStar Energy L.P.'s 2007 annual report on Form 10-K and subsequent filings with the Securities and Exchange Commission.