Brown Mary Rose Form 5 February 14, 2011

FORM 5

#### **OMB APPROVAL**

**OMB** 

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Number: 3235-0362 Expires: January 31, 2005

3235-0362

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
Reported
Form 4 30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Ad Brown Mary	*	orting Person *	2. Issuer Name and Ticker or Trading Symbol NuStar Energy L.P. [NS]	5. Relationship of Reporting Person(s) to Issuer			
(Last) 2330 NORT	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2010	(Check all applicable)  Director 10% OwnerX_ Officer (give title Other (specify below)  SVP - Administration			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting  (check applicable line)			

### SAN ANTONIO, TXÂ 78248

\_X\_ Form Filed by One Reporting Person \_\_\_ Form Filed by More than One Reporting Person

(City)	(State)	(Zip) Tab	le I - Non-Der	ivative Se	curiti	es Acquir	ed, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Units	01/07/2010	Â	P4	Amount 229	(D)	Price \$ 56.83	4) 229	I	By Daughter
Common Units	01/07/2010	Â	P4	229	A	\$ 56.83	229	I	By Son
Common Units	12/14/2010	Â	P4	244	A	\$ 70.66	473	I	By Daughter
Common Units	12/14/2010	Â	P4	244	A	\$ 70.66	473	I	By Son

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Common Units  $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$  15,987 D  $\hat{A}$ Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>:</b>	ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

of D

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Brown Mary Rose
2330 NORTH LOOP 1604 WEST Â Â Â SVP - Administration Â
SAN ANTONIO, TXÂ 78248

### **Signatures**

/s/ Matthew D. Willcox, as Attorney-in-Fact for Mary Rose
Brown

\*\*Signature of Reporting Person

Date

### **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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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 a currently valid OMB number.

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