

**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): **August 5, 2014**

ENLINK MIDSTREAM PARTNERS, LP

(Exact name of registrant as specified in its charter)

DELAWARE

(State or Other Jurisdiction of
Incorporation or Organization)

001-36340

(Commission File
Number)

16-1616605

(I.R.S. Employer Identification No.)

2501 CEDAR SPRINGS RD.

DALLAS, TEXAS
(Address of Principal Executive Offices)

75201
(Zip Code)

Registrant's telephone number, including area code: **(214) 953-9500**

(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 *see* General Instruction A.2. below):

- 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 2.02. Results of Operations and Financial Condition.

On August 5, 2014, EnLink Midstream Partners, LP (the "Partnership") issued a press release reporting its financial results for the quarter ended June 30, 2014. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and will be published on the Partnership's website at www.enlink.com. In accordance with General Instruction B.2 of Form 8-K, the information set forth in this Item 2.02 and in the attached exhibit are deemed to be furnished and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Item 7.01. Regulation FD Disclosure.

On August 5, 2014, the Partnership and EnLink Midstream, LLC issued a press release announcing new projects in key growth regions. A copy of the press release is furnished as Exhibit 99.2 to this Current Report on Form 8-K. In accordance with General Instruction B.2 of Form 8-K, the information set forth in this Item 7.01 and in the attached exhibit shall be deemed to be furnished and shall not be deemed to be "filed" for purposes of the Exchange Act.

Item 9.01. Financial Statements and Exhibits.

(d) *Exhibits.*

In accordance with General Instruction B.2 of Form 8-K, the information set forth in the attached exhibits is deemed to be furnished and shall not be deemed to be "filed" for purposes of Section 18 of the Exchange Act.

**EXHIBIT
NUMBER**

DESCRIPTION

99.1	—	Press Release dated August 5, 2014.
99.2	—	Press Release dated August 5, 2014.

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.

ENLINK MIDSTREAM PARTNERS, LP

By: EnLink Midstream GP, LLC,
its General Partner

Date: August 5, 2014

By: /s/ Michael J. Garberding
Michael J. Garberding
Executive Vice President and
Chief Financial Officer

3

INDEX TO EXHIBITS

EXHIBIT NUMBER		DESCRIPTION
99.1	—	Press Release dated August 5, 2014.
99.2	—	Press Release dated August 5, 2014.

4



FOR IMMEDIATE RELEASE
August 5, 2014

Contact: Jill McMillan, Director of Communications and Investor Relations
Phone: (214) 721-9271
Jill.McMillan@enlink.com

ENLINK MIDSTREAM REPORTS SECOND QUARTER 2014 RESULTS

DALLAS, August 5, 2014 — The EnLink Midstream companies, EnLink Midstream Partners, LP (NYSE:ENLK) (the Partnership) and EnLink Midstream, LLC (NYSE:ENLC) (the General Partner), today reported results for the second quarter of 2014.

Second Quarter 2014 — EnLink Midstream Partners, LP Financial Results

The Partnership realized adjusted EBITDA of \$111.6 million, distributable cash flow of \$93.8 million and net income of \$41.4 million for the second quarter of 2014. The Partnership's second quarter of 2014 gross operating margin was \$262.1 million and operating income was \$93.1 million. Adjusted EBITDA, distributable cash flow and gross operating margin are explained in greater detail under "Non-GAAP Financial Information", and reconciliations of these measures to their most directly comparable GAAP measures are included in the tables at the end of this news release.

"We are pleased to report outstanding second quarter results," said Barry E. Davis, EnLink Midstream President and Chief Executive Officer. "Our performance this quarter exemplifies the many benefits of our strong financial foundation, our growing footprint of assets and our innovative sponsorship from Devon. We continue to execute on our strategic goals and we announced new growth projects which will expand our asset base. Based on the results of the business, we raised distributions this quarter for unitholders of both ENLK and ENLC. As we look ahead, we are confident in our ability to continue creating significant value for our unitholders and customers alike."

The Partnership's operating and reporting segments are based principally upon geographic regions served and consist of the following: the Texas segment, which includes natural gas gathering, processing, transmission and fractionation operations located in north Texas and west Texas; the Louisiana segment, which includes pipelines, processing plants and NGL assets located in Louisiana; the Oklahoma segment, which includes natural gas gathering and processing operations located in Oklahoma; and the ORV segment, which includes rail, truck, pipeline and barge facilities to deliver crude and condensate and brine disposal wells in the Ohio River Valley.

Each business segment's contribution to the Partnership's second quarter 2014 gross operating margin is below:

- The Texas segment contributed \$153.0 million of gross operating margin.
- The Louisiana segment contributed \$48.3 million of gross operating margin.
- The Oklahoma segment contributed \$47.2 million of gross operating margin.
- The ORV segment contributed \$15.2 million of gross operating margin.

The Partnership's second quarter 2014 operating expenses were \$71.5 million; general and administrative expenses were \$24.8 million; depreciation and amortization expense was \$72.7 million; interest expense was \$13.0 million; and income from equity investment was \$4.5 million.

Net income per limited partner common unit for the second quarter of 2014 was \$0.17.

Second Quarter 2014 — EnLink Midstream, LLC Financial Results

The General Partner reported net income of \$28.8 million. The General Partner's cash available for distribution was \$69.1 million, which resulted in a 1.91x coverage ratio, on the declared distribution of \$0.22 per General Partner unit for the quarter. Cash available for distribution is explained in greater detail under "Non-GAAP Financial Information", and a reconciliation of this measure to its most directly comparable GAAP measure is included in the tables at the end of this news release.

Excluding cash and debt held by the Partnership and E2, the compression and stabilization company in which the General Partner has invested, the General Partner had cash on hand of approximately \$15.1 million and \$155.0 million of borrowings available under its bank credit facility as of June 30, 2014.

EnLink Midstream to Hold Earnings Conference Call on August 6, 2014

EnLink Midstream, LLC (NYSE: ENLC) (the General Partner) and EnLink Midstream Partners, LP (NYSE: ENLK) (the Partnership) will hold a conference call to discuss second quarter 2014 financial results and newly announced growth projects on Wednesday, August 6, 2014, at 9:00 a.m. Central time (10:00 a.m. Eastern time).

The dial-in number for the call is 1-866-520-1073. Callers outside the United States should dial 1-810-740-4841. The conference identification passcode is 64735258 for all callers. Participants are advised to dial in to the call at least 10 minutes prior to the call time to register. Participants may preregister for the call at <http://www.directeventreg.com/registration/event/64735258>. Pre-registrants will be issued a pin number to use when dialing in to the live call, which will provide quick access to the conference by bypassing the operator upon connection.

Interested parties also can access the live webcast and archived replay of the call on the Investors page of EnLink Midstream's website at www.EnLink.com.

EnLink Midstream is a leading midstream provider formed through the combination of Crosstex Energy and substantially all of the U.S. midstream assets of Devon Energy. EnLink Midstream is publicly traded through two entities: EnLink Midstream, LLC (NYSE: ENLC), the publicly traded general partner entity, and EnLink Midstream Partners, LP (NYSE: ENLK), the master limited partnership.

EnLink Midstream's assets are located in many of North America's premier oil and gas regions, including the Barnett Shale, Permian Basin, Cana-Woodford Shale, Arkoma-Woodford Shale, Eagle Ford Shale, Haynesville Shale, Gulf Coast region, Utica Shale and Marcellus Shale. Based in Dallas, Texas, EnLink Midstream's assets include approximately 7,300 miles of gathering and transportation pipelines, 12 processing plants with 3.3 billion cubic feet per day of net processing capacity, six fractionators with 180,000 barrels per day of net fractionation capacity, as well as barge and rail terminals, product storage facilities, brine disposal wells, an extensive crude oil trucking fleet and equity investments in certain private midstream companies.

Additional information about the EnLink companies can be found at www.EnLink.com.

Non-GAAP Financial Information

This press release contains non-generally accepted accounting principle financial measures that we refer to as adjusted EBITDA, distributable cash flow, gross operating margin and cash available for distribution. We define adjusted EBITDA as net income plus interest expense, provision for income taxes, depreciation and amortization expense, stock-based compensation, (gain) loss on noncash derivatives, transaction costs, distribution of equity investment and non-controlling interest; and income (loss) on equity investment. Distributable cash flow is defined as earnings before certain noncash charges and the gain on the sale of assets less maintenance capital expenditures. Gross operating margin is defined as revenue minus the cost of purchased gas, NGL, condensate and crude oil. We define cash available for distribution as distributions due to the General Partner from the Partnership and from its 50% interest in EnLink Midstream Holdings, LP ("Midstream Holdings"), less specific general and administrative costs as a separate public reporting entity, the interest costs associated with debt and taxes attributable to earnings.

The amounts included in the calculation of these measures are computed in accordance with generally accepted accounting principles (GAAP) with the exception of maintenance capital expenditures and adjusted EBITDA of Midstream Holdings. Maintenance capital expenditures are capital expenditures made to replace partially or fully depreciated assets in order to maintain the existing operating capacity of the assets and to extend their useful lives. Adjusted EBITDA of Midstream Holdings is defined as earnings before depreciation.

The Partnership and General Partner believe these measures are useful to investors because they may provide users of this financial information with meaningful comparisons between current results and prior-reported results and a meaningful measure of the Partnership's and the General Partner's cash flow after it has satisfied the capital and related requirements of its operations.

Gross operating margin, adjusted EBITDA, distributable cash flow and cash available for distribution as defined above, are not measures of financial performance or liquidity under GAAP. They should not be considered in isolation or as an indicator of the Partnership's and the General Partner's performance. Furthermore, they should not be seen as measures of liquidity or a substitute for metrics prepared in

accordance with GAAP. Reconciliations of these measures to their most directly comparable GAAP measures are included in the following tables.

This press release contains forward-looking statements within the meaning of the federal securities laws. Although these statements reflect the current views, assumptions and expectations of our management, the matters addressed herein involve certain risks and uncertainties that could cause actual activities, performance, outcomes and results to differ materially than those indicated. Such forward-looking statements include, but are not limited to, statements about future financial and operating results, objectives, expectations and intentions and other statements that are not historical facts. Factors that could result in such differences or otherwise materially affect our financial condition, results of operations and cash flows include, without limitation, (a) the dependence on Devon for a substantial portion of the natural gas that we gather, process and transport, (b) the risk that EnLink Midstream will not be integrated successfully or that such integration will take longer than anticipated, (c) the possibility that expected synergies will not be realized, or will not be realized within the expected timeframe, (d) our lack of asset diversification, (e) our vulnerability to having a significant portion of our operations concentrated in the Barnett Shale, (f) the amount of hydrocarbons transported in our gathering and transmission lines and the level of our processing and fractionation operations, (g) fluctuations in oil, natural gas and NGL prices, (h) construction risks in our major development projects, (i) our ability to consummate future acquisitions, successfully integrate any acquired businesses, realize any cost savings and other synergies from any acquisition, (j) changes in the availability and cost of capital, (k) competitive conditions in our industry and their impact on our ability to connect hydrocarbon supplies to our assets, (l) operating hazards, natural disasters, weather-related delays, casualty losses and other matters beyond our control, and (m) the effects of existing and future laws and governmental regulations, including environmental and climate change requirements and other uncertainties. These and other applicable uncertainties, factors and risks are described more fully in EnLink Midstream Partners, LP's and EnLink Midstream, LLC's filings with the Securities and Exchange Commission, including EnLink Midstream Partners, LP's and EnLink Midstream, LLC's Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K. Neither EnLink Midstream Partners, LP nor EnLink Midstream, LLC assumes any obligation to update these forward-looking statements.

(Tables follow)

EnLink Midstream Partners, LP Selected Financial Data (All amounts in millions except per unit amounts)

		Three Months Ended June 30, 2014 (Unaudited)
Revenues:		
Revenues	\$	751.8
Revenues - affiliates		173.8
Loss on derivative activity		(1.6)
Total revenues		924.0
Purchased gas, NGLs, condensate and crude oil		661.9
Gross operating margin		262.1
Operating costs and expenses:		
Operating expenses		71.5
General and administrative		24.8
Depreciation and amortization		72.7
Total operating costs and expenses		169.0
Operating income		93.1

Other income (expense):	
Interest expense, net of interest income	(13.0)
Income from equity investment	4.5
Gain on extinguishment of debt	0.8
Other expense	(0.1)
Total other income (expense)	(7.8)
Income from continuing operations before non-controlling interest and income taxes	85.3
Income tax provision	(1.2)
Net income	84.1
Net income attributable to the non-controlling interest	42.7
Net income attributable to EnLink Midstream Partners, LP	\$ 41.4
General partner interest in net income	\$ 3.1
Limited partners' interest in net income attributable to EnLink Midstream Partners, LP	\$ 38.3
Net income attributable to EnLink Midstream Partners, LP per limited partners' unit:	
Basic per common unit	\$ 0.17
Diluted per common unit	\$ 0.17

EnLink Midstream Partners, LP
Reconciliation of Net Income to Adjusted EBITDA and Distributable Cash Flow
(All amounts in millions except ratios and per unit amounts)

	Three Months Ended June 30, 2014 (Unaudited)
Net income	\$ 84.1
Interest expense, net	13.0
Depreciation and amortization	72.7
Loss from equity investment	(4.5)
Distribution from equity investment	3.0
Stock-based compensation	5.7
Income taxes	1.2
Other (1)	(3.6)
Adjusted EBITDA before non-controlling interest	\$ 171.6
Non-controlling interest share of adjusted EBITDA	(60.0)
Adjusted EBITDA net to EnLink Midstream Partners, LP	\$ 111.6
Interest expense	(12.8)
Cash taxes and other	(0.7)
Maintenance capital expenditures	(4.3)
Distributable cash flow	\$ 93.8
Actual declared distribution	90.9
Distribution coverage	1.03 x
Distributions declared per limited partner unit	\$ 0.365

(1) Includes financial derivatives marked-to-market, other non-cash items and transition costs related to the merger to form EnLink Midstream.

EnLink Midstream Partners, LP
Operating Data

	Three Months Ended June 30, 2014
Midstream Volumes:	
Texas	
Gathering and Transportation (MMBtu/d)	2,994,400
Processing (MMBtu/d)	1,156,700
Louisiana	
Gathering and Transportation (MMBtu/d)	429,600
Processing (MMBtu/d)	591,900
NGL Fractionation (Gals/d)	4,377,300
Oklahoma	
Gathering and Transportation (MMBtu/d)	512,500
Processing (MMBtu/d)	458,400
ORV	
Crude Oil Handling (Bbls/d) (1)	16,300
Brine Disposal (Bbls/d)	5,200

(1) Includes crude oil handling by both the ORV and Louisiana segments.

	Three Months Ended June 30, 2014 (Unaudited)	
Revenues:		
Revenues	\$	755.0
Revenues - affiliates		173.8
Loss on derivative activity		(1.6)
Total revenues		927.2
Purchased gas, NGLs, condensate and crude oil		661.9
Gross operating margin		265.3
Operating costs and expenses:		
Operating expenses		72.6
General and administrative		26.6
Depreciation and amortization		74.2
Total operating costs and expenses		173.4
Operating income		91.9
Other income (expense):		
Interest expense, net of interest income		(14.1)
Income from equity investment		4.5
Gain on extinguishment of debt		0.8
Other expense		(0.1)
Total other income (expense)		(8.9)
Income from continuing operations before non-controlling interest and income taxes		83.0
Income tax provision		(18.5)
Net income		64.5
Net income attributable to the non-controlling interest		35.7
Net income attributable to EnLink Midstream, LLC	\$	28.8
Net income attributable to EnLink Midstream, LLC per limited partners' unit:		
Basic per common unit	\$	0.18
Diluted per common unit	\$	0.18

EnLink Midstream, LLC
Cash Available for Distribution
(All amounts in millions except ratios and per unit amounts)

	Three Months Ended June 30, 2014 (Unaudited)	
Distribution declared by ENLK associated with (1):		
General partner interest	\$	0.6
Incentive distribution rights		5.9
ENLK common units owned		6.0
Total share of ENLK distributions declared	\$	12.5
Adjusted EBITDA of Midstream Holdings (2)		60.0
Total cash available	\$	72.5
Uses of cash:		
General and administrative expenses		(0.8)
Interest expense		(0.8)
Maintenance capital expenditures (3)		(1.8)
Total cash used	\$	(3.4)
ENLC cash available for distribution	\$	69.1
Distribution declared per ENLC unit	\$	0.22
Cash distribution declared	\$	36.2
Distribution coverage		1.91 x

- (1) Represents distributions declared by ENLK and to be paid to ENLC on August 13, 2014.
- (2) Represents ENLC's 50% interest in Midstream Holdings' adjusted EBITDA, which is disbursed on a monthly basis to ENLC by Midstream Holdings. Midstream Holdings' adjusted EBITDA is defined as earnings before depreciation. ENLC's share of Midstream Holdings' adjusted EBITDA is comprised of its 50% share in Midstream Holdings' net income of \$42.7 million plus its 50% share in Midstream Holdings' depreciation of \$17.3 million.
- (3) Represents ENLC's interest in Midstream Holdings' maintenance capital expenditures which is netted against the monthly disbursement of Midstream Holdings' adjusted EBITDA per (2) above.

EnLink Midstream, LLC
Reconciliation of Net Income of ENLC to ENLC Cash Available for Distribution
(All amounts in millions except per unit amounts)

	Three Months Ended June 30, 2014 (Unaudited)	
Net income of ENLC	\$	64.5
Less: Net income attributable to ENLK		(41.4)
Net Income of ENLC Excluding ENLK	\$	23.1
ENLC's share of distributions declared from ENLK (1)		12.5

ENLC's interest in Midstream Holdings' depreciation (2)	17.3
ENLC income tax expense (3)	17.3
Depreciation attributable to E2	1.5
Maintenance capital expenditures (4)	(1.8)
Other items (5)	(0.8)
ENLC cash available for distribution	<u>\$ 69.1</u>

(1) Represents distributions declared by ENLK and to be paid to ENLC on August 13, 2014.

(2) Represents ENLC's interest in Midstream Holdings' depreciation which is reflected as a non-cash deduction in the net income of ENLC excluding ENLK.

(3) Represents ENLC's stand-alone deferred taxes.

(4) Represents ENLC's interest in Midstream Holdings' maintenance capital expenditures which is netted against the monthly disbursement of Midstream Holdings' adjusted EBITDA.

(5) Represents E2's adjusted EBITDA and other non-cash items not included in cash available for distributions.



FOR IMMEDIATE RELEASE
AUGUST 5, 2014

Contact: **Jill McMillan, Director of Communications and Investor Relations**
Phone: (214) 721-9271
Jill.McMillan@enlink.com

**ENLINK MIDSTREAM ANNOUNCES NEW PROJECTS
 IN KEY GROWTH REGIONS**

Announces Expansion of Bearkat System in West Texas, Supported by Devon Production

Announces Joint Venture with Marathon Petroleum to Construct NGL Pipeline Extension from Existing Cajun-Sibon System in South Louisiana

DALLAS, August 5, 2014 — The EnLink Midstream companies, EnLink Midstream Partners, LP (NYSE:ENLK) (the Partnership) and EnLink Midstream, LLC (NYSE:ENLC) (the General Partner), today announced two new growth projects that will expand EnLink Midstream's footprint in the Permian Basin and south Louisiana. These investments will complement EnLink Midstream's existing asset footprint and offer enhanced midstream services to producer customers in these regions.

"Earlier this year we outlined our growth strategy to reach our goal of doubling the company's size by the end of 2017," said Barry E. Davis, EnLink Midstream's President and Chief Executive Officer. "These are exactly the types of projects we identified that will help us reach our objectives. Our strong asset base in premier oil and gas plays along with our focus on establishing long-term, fee-based contracts creates an extensive pipeline of opportunities. We look forward to continuing to execute our growth strategy to create value for our unitholders, customers and employees."

Expansion in West Texas, Supported by Devon Production

The Partnership announced that it will expand its natural gas gathering and processing system in the Permian Basin by constructing a new natural gas processing plant and expanding its rich gas gathering system. The entire expansion project is expected to cost over \$200 million, increasing the Partnership's total invested capital in the Permian to over \$400 million.

The new 120 million cubic feet per day (MMcf/d) gas processing plant will be strategically located near the Partnership's existing midstream assets and will offer additional gas processing capabilities to producer customers in the region, including Devon Energy. The processing plant

is expected to be operational in the second half of 2015. Upon completion, the Partnership's total operated processing capacity in the region will be approximately 240 MMcf/d.

As a part of the expansion, the Partnership has signed a long-term, fee-based agreement with Devon Energy to provide gathering and processing services for over 18,000 acres under development in Martin County, one of the premier production locations in the Midland Basin. The Partnership will construct multiple low pressure gathering pipelines and a new 23-mile, 12-inch high pressure gathering pipeline that will tie into the previously announced Bearkat natural gas gathering system. The new pipelines are expected to be operational in the first quarter of 2015.

Joint Venture with Marathon Petroleum to Construct NGL Pipeline Extension from Existing Cajun-Sibon System in South Louisiana

The Partnership also announced that it has entered into a series of agreements with MPL Investment LLC, a subsidiary of Marathon Petroleum Corporation, to create a 50/50 joint venture named Ascension Pipeline Company, LLC. This joint venture will build a new 30-mile natural gas liquids (NGL) pipeline connecting the Partnership's existing Riverside fractionation and terminal complex to Marathon Petroleum's Garyville refinery located on the Mississippi River. The bolt-on project to the Partnership's Cajun-Sibon NGL system is supported by long-term, fee-based contracts with Marathon Petroleum. Under the arrangement, the Partnership will serve as the construction manager and operator of the pipeline project, which is expected to be operational in the first half of 2017.

About the EnLink Midstream Companies

EnLink Midstream is a leading midstream provider formed through the combination of Crosstex Energy and substantially all of the U.S. midstream assets of Devon Energy. EnLink Midstream is publicly traded through two entities: EnLink Midstream, LLC (NYSE: ENLC), the publicly traded general partner entity, and EnLink Midstream Partners, LP (NYSE: ENLK), the master limited partnership.

EnLink Midstream's assets are located in many of North America's premier oil and gas regions, including the Barnett Shale, Permian Basin, Cana-Woodford Shale, Arkoma-Woodford Shale, Eagle Ford Shale, Haynesville Shale, Gulf Coast region, Utica Shale and Marcellus Shale. Based in Dallas, Texas, EnLink Midstream's assets include approximately 7,300 miles of gathering and transportation pipelines, 12 processing plants with 3.3 billion cubic feet per day of net processing capacity, six fractionators with 180,000 barrels per day of net fractionation capacity, as well as barge and rail terminals, product storage facilities, brine disposal wells, an extensive crude oil trucking fleet and equity investments in certain private midstream companies.

Additional information about the EnLink companies can be found at www.enlink.com.

This press release contains forward-looking statements within the meaning of the federal securities laws. These statements are based on certain assumptions made by the Partnership and the General Partner based upon management's experience and perception of historical trends, current conditions, expected future developments and other factors the Partnership and the General Partner believe are appropriate in the circumstances. These statements include, but are not limited to, statements with respect to forecasts regarding capacity, incremental investment, project costs and timing for completing the projects described herein, as well as the Partnership's and the General Partner's future growth and results of operations. Such statements are subject to a number of assumptions, risks and uncertainties, many of which are beyond the control of the Partnership and the General Partner, which may cause the Partnership's and the General Partner's actual results to differ materially from those implied or expressed by

the forward-looking statements. These risks include, but are not limited to, risks discussed in the Partnership's and the General Partner's filings with the Securities and Exchange Commission. The Partnership and the General Partner have no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

###