

Chesapeake Midstream Partners, L.P.

Form 3

July 28, 2010

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â CHESAPEAKE

MIDSTREAM HOLDINGS LLC 07/28/2010

(Last)

(First)

(Middle)

777 NW GRAND
BOULEVARD

(Street)

OKLAHOMA
CITY, Â OKÂ 73118

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/28/2010

3. Issuer Name **and** Ticker or Trading Symbol

Chesapeake Midstream Partners, L.P. [CHKM]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)6. Individual or Joint/Group
Filing(Check Applicable Line)
☐ Form filed by One Reporting
Person
☒ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Common Units (1)0 (1) (2) (3) (4)I (2)See Footnote (2)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Subordinated Units	Â (3)	Â (3)	Common Units	0 (1) (3) (4)	\$ (3)	I (2)	See Footnote (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHESAPEAKE MIDSTREAM HOLDINGS LLC 777 NW GRAND BOULEVARD OKLAHOMA CITY,Â OKÂ 73118	Â X	Â X	Â	Â
CHESAPEAKE ENERGY CORP 6100 NORTH WESTERN AVENUE OKLAHOMA CITY,Â OKÂ 73118	Â X	Â X	Â	Â

Signatures

/s/ Marc D. Rome, on behalf of Chesapeake Midstream Holdings,
L.L.C. 07/28/2010

__Signature of Reporting Person

Date

/s/ Marc D. Rome, on behalf of Chesapeake Energy Corporation 07/28/2010

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) This form is jointly filed by Chesapeake Energy Corporation ("Chesapeake") and Chesapeake Midstream Holdings, L.L.C. ("Midstream Holdings").

(2) As of July 28, 2010, Midstream Holdings indirectly owned, through Midstream Ventures, 50% of the limited partner interest in Chesapeake Midstream Partners, L.P. (the "Partnership") and 50% of the limited liability company interest in Chesapeake Midstream GP, L.L.C., the general partner of the Partnership. Other than Chesapeake Midstream Ventures, L.L.C., all other reporting persons' ownership was indirect through Midstream Holdings.

(3) Pursuant to a Contribution, Conveyance and Assumption Agreement, which Midstream Holdings, the Issuer and the other parties thereto entered into prior to the time the Securities and Exchange Commission declared the Issuer's Registration Statement on Form S-1 (Registration No. 333-164905) (the "Registration Statement") effective, Midstream Holdings will exchange its existing ownership interests in an affiliate of the Issuer for (i) approximately 23,913,061 Common Units and 34,538,061 Subordinated Units upon the closing of the Issuer's initial public offering. If the Issuer increases or decreases the number of common units to be sold to the public through the underwriters, the Issuer will correspondingly decrease or increase the number of common units to be issued to Midstream Holdings, respectively.

(4) The subordinated units will convert into common units on a one-for-one basis at the end of the subordination period described in the Registration Statement.

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

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