

Olmstead Charles R.
Form 4/A
February 20, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Olmstead Charles R.

2. Issuer Name and Ticker or Trading Symbol
Mid-Con Energy Partners, LP
[MCEP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2431 E. 61ST ST., SUITE 850
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/31/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

TULSA, OK 74136
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
02/04/2013

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 Acquired, Disposed of, or Beneficially 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)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common units representing limited partner interests	01/31/2013 ⁽¹⁾		A	50,000 ⁽²⁾	A \$ 0 150,278 ⁽¹⁾	D	

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.

SEC 1474 (9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Olmstead Charles R. 2431 E. 61ST ST., SUITE 850 TULSA, OK 74136	X		Chief Executive Officer	

Signatures

/s/ Nathan P. Pekar,
Attorney-in-fact
Date: 02/20/2013

**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).
- This transaction was previously reported on that certain Form 4, filed on February 4, 2013 (the "Original Form 4"); however, through scrivener's error, the Original Form 4 erroneously reported the aggregate number of common units directly owned by the Reporting Person following the transaction reported therein. The Form 4 filed on December 19, 2012, as subsequently amended by the Form 4/A
- (1) filed on January 2, 2013, reported a gift by the Reporting Person of 52,549 common units. Contrary to that report, including the amendment thereto, these 52,549 common units were in fact never gifted by the Reporting Person. Accordingly, this Form 4/A amends the Original Form 4 in order to accurately report the aggregate number of common units directly owned by the Reporting Person following the transaction reported in the Original Form 4, without giving effect to the aforementioned erroneously reported gift.
 - (2) Common units awarded to Mr. Olmstead pursuant to the Mid-Con Energy Partners, LP Long-Term Incentive Program.

Note: File three copies of this Form, one of which must be manually signed. If space 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.