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Form 3

May 24, 2012

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

OMB APPROVAL

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response...

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 *

A Bachtold Paul Axtell

(Last)

(First)

(Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Statement

(Month/Day/Year)

05/24/2012

4. Relationship of Reporting

(Check all applicable)

Chief Compliance Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

4265 SAN FELIPE, 8TH **FLOOR**

(Street)

Director

_X__ Officer

Person(s) to Issuer

10% Owner Other (give title below) (specify below)

Salient Midstream & MLP Fund [SMM]

6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting

Person

X Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

HOUSTON, TXÂ 77027

(City) (State) (Zip)

1. Title of Security

(Instr. 4)

2. Amount of Securities

Beneficially Owned

(Instr. 4)

Ownership

Form:

Table I - Non-Derivative Securities Beneficially Owned

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 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)

Exercisable

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date

Expiration Title Date

Amount or Number of Shares

Security: Derivative Security Direct (D)

or Indirect (I)

1

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
. 0	Director	10% Owner	Officer	Other
Bachtold Paul Axtell 4265 SAN FELIPE 8TH FLOOR HOUSTON, TX 77027	Â	Â	Chief Compliance Officer	Â
BLAISDELL JOHN A 4265 SAN FELIPE STREET 8TH FLOOR HOUSTON, TX 77027	ÂX	Â	Principal Executive Officer	Â
Gardner Frank Theodore III 4265 SAN FELIPE 8TH FLOOR HOUSTON, TX 77027	Â	Â	Â	Portfolio Manager
LINBECK ANDREW B 4265 SAN FELIPE 8TH FLOOR HOUSTON, TX 77027	ÂX	Â	Â	Â
Partridge Lee George 4265 SAN FELIPE 8TH FLOOR HOUSTON, TX 77027	Â	Â	Â	Portfolio Manager
PRICE JOHN E 4265 SAN FELIPE 8TH FLOOR HOUSTON, TX 77027	Â	Â	Treasurer - CFO	Â
RADCLIFFE JEREMY L 4265 SAN FELIPE 8TH FLOOR HOUSTON, TX 77027	Â	Â	Secretary	Â
Reid Gregory Allen 4265 SAN FELIPE 8TH FLOOR HOUSTON, TX 77027	ÂX	Â	President	Â
SHERMAN A HAAG 4265 SAN FELIPE 8TH FLOOR HOUSTON, TX 77027	ÂX	Â	Â	Â
CARROLL JONATHAN P 4265 SAN FELIPE 8TH FLOOR	ÂX	Â	Â	Â

Reporting Owners

HOUSTON. TXÂ 77027

Signatures

Paul Bachtold 05/24/2012

**Signature of Date

Reporting Person

John A Blaisdell 05/24/2012

**Signature of Date

Reporting Person

Ted Gardner 05/24/2012

**Signature of Date

Reporting Person

Andrew B Linbeck 05/24/2012

Linocek

**Signature of Reporting Person

Lee Partridge 05/24/2012

Date

**Signature of Date

Reporting Person

John Price 05/24/2012

**Signature of Date

Reporting Person

Jeremy Radcliffe 05/24/2012

**Signature of Date

Reporting Person

Gregory A Reid 05/24/2012

**Signature of Date

Reporting Person

A Haag Sherman 05/24/2012

**Signature of Date

Reporting Person

Jonathan Carroll 05/24/2012

**Signature of Date

Reporting Person

Explanation of Responses:

No securities are beneficially owned

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

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.

Signatures 3

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).