

GENESIS ENERGY LP
Form SC 13G
March 15, 2006

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No.)***

Genesis Energy, L.P.
(Name of Issuer)
Common Units
(Title of Class of Securities)
371927104
(CUSIP Number)
September 14, 2005
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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.

CUSIP No. 371927104

NAMES OF REPORTING PERSONS:

1

Swank Group, LLC

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2

(a)

(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

Texas

SOLE VOTING POWER:

5

NUMBER OF 1,110,900

SHARED VOTING POWER:

SHARES BENEFICIALLY OWNED BY 6

0

SOLE DISPOSITIVE POWER:

EACH REPORTING PERSON 7

1,110,900

SHARED DISPOSITIVE POWER:

WITH: 8

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

1,110,900

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

8.1%**

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

CO

*SEE
INSTRUCTIONS
BEFORE
FILLING OUT

**SEE ITEM
4(b).

CUSIP No. 371927104

1 NAMES OF REPORTING PERSONS:

Swank Energy Income Advisors, LP

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a)

(b)

3 SEC USE ONLY:

4 CITIZENSHIP OR PLACE OF ORGANIZATION:

Texas

SOLE VOTING POWER:

5

NUMBER OF 0

SHARED VOTING POWER:

6

SHARES BENEFICIALLY OWNED BY 1,110,900

SOLE DISPOSITIVE POWER:

7

EACH REPORTING PERSON 0

SHARED DISPOSITIVE POWER:

8

WITH: 1,110,900

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,110,900

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

8.1%**

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

PN

*SEE
INSTRUCTIONS
BEFORE
FILLING OUT

**SEE ITEM
4(b).

CUSIP No. 371927104

NAMES OF REPORTING PERSONS:

1

Jerry V. Swank

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2

(a)

(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

U.S. Citizen

SOLE VOTING POWER:

5

NUMBER OF 1,110,900

SHARED VOTING POWER:

SHARES BENEFICIALLY OWNED BY 6

0

SOLE DISPOSITIVE POWER:

EACH REPORTING PERSON 7

1,110,900

SHARED DISPOSITIVE POWER:

WITH: 8

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

1,110,900

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

8.1%**

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

*SEE
INSTRUCTIONS
BEFORE
FILLING OUT

**SEE ITEM
4(b).

SCHEDULE 13G

This Schedule 13G is being filed on behalf of Swank Group, LLC, a Texas limited liability company (Swank Group), Swank Energy Income Advisors, LP, a Texas limited partnership (Swank Advisors), and Mr. Jerry V. Swank, the principal of Swank Group and Swank Advisors, relating to common units representing limited partner interests (the Common Units) of Genesis Energy, L.P., a Delaware limited partnership (the Issuer).

Swank Group, Swank Advisors and Mr. Swank previously reported beneficial ownership of the Common Units of the Issuer on a Schedule 13D filed June 7, 2005. As of September 14, 2005, Swank Group, Swank Advisors and Mr. Swank no longer engage in discussions with the Issuer that require the filing of a Schedule 13D and are thus filing this Schedule 13G.

This Schedule 13G relates to Common Units of the Issuer purchased by Swank Advisors through the accounts of The Cushing Fund, LP, a Texas limited partnership (the Cushing Fund) and Swank MLP Convergence Fund, LP, a Texas limited partnership (the Convergence Fund and together with the Cushing Fund, the Swank Funds), both of which Swank Advisors is the general partner. Swank Group serves as the general partner of Swank Advisors and may direct Swank Advisors to direct the vote and disposition of the 1,110,900 Common Units held by the Swank Funds. As the principal of Swank Group, Mr. Swank, may direct the vote and disposition of the 1,110,900 Common Units held by the Swank Funds.

Item 1(a) Name of Issuer.

Genesis Energy, L.P.

Item 1(b) Address of Issuer's Principal Executive Offices.

500 Dallas, Suite 2500
Houston, TX 77002

Item 2(a) Name of Person Filing.

Swank Group, LLC (Swank Group), Swank Energy Income Advisors, LP (Swank Income Advisors) and Mr. Jerry V. Swank.

Item 2(b) Address of Principal Business Office, or, if none, Residence.

3300 Oak Lawn Ave., Suite 650
Dallas, Texas 75219

Item 2(c) Citizenship or Place of Organization.

Swank Group is a limited liability company organized under the laws of the State of Texas. Swank Advisors is a limited partnership organized under the laws of the State of Texas. Mr. Swank is the principal of Swank Group and Swank Advisors, and is a United States citizen.

Item 2(d) Title of Class of Securities.

Common units representing limited partner interests (the Common Units).

Item 2(e) CUSIP Number.

371927104

Item 3 Reporting Person.

Inapplicable.

Item 4 Ownership.

- (a) Swank Group, Swank Advisors, and Mr. Swank are the beneficial owners of 1,110,900 Common Units.
- (b) Swank Group, Swank Advisors, and Mr. Swank are the beneficial owners of 8.1% of the outstanding Common Units. This percentage is determined by dividing 1,110,900 by 13,784,441, the number of Common Units issued and outstanding as of March 1, 2006, as reported in the Issuer's annual report on Form 10-K filed March 7, 2006.
- (c) Swank Group, as the general partner of Swank Advisors may direct it to direct the vote and dispose of the 1,110,900 Common Units held by the Cushing Fund. As the principal of Swank Group, Mr. Swank may direct the vote and disposition of the 1,110,900 Common Units held by the Cushing Fund and the Convergence Fund.

Item 5 Ownership of Five Percent or Less of a Class.

Inapplicable.

Item 6 Ownership of More Than Five Percent on Behalf of Another Person.

Inapplicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported On by the Parent Holding Company.

Inapplicable.

Item 8 Identification and Classification of Members of the Group.

Inapplicable.

Item 9 Notice of Dissolution of Group.

Inapplicable.

Item 10 Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits Exhibit 1

Joint Filing Agreement dated March 15, 2006, among Swank Group, Swank Advisors, and Mr. Swank.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: March 15, 2006

SWANK GROUP, LLC

By: /s/ Jerry V. Swank
Jerry V. Swank
Managing Member

SWANK ENERGY INCOME ADVISORS,
LP

By: Swank Group, LLC, its general partner

By: /s/ Jerry V. Swank
Jerry V. Swank
Managing Member

/s/ Jerry V. Swank
Jerry V. Swank