KEAN STEVEN J

Form 4

September 10, 2012

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** KEAN STEVEN J		Symbol	l	Ticker or Trading AN, INC. [KMI]	5. Relationship of Reporting Person(s) to Issuer						
(Last)	(Last) (First) (Middle)		of Earliest Tr	ansaction	(Check all applicable)						
		(Month	/Day/Year)		_X_ Director	1	0% Owner				
500 DALL	TTE 09/07/	2012		_X_ Officer (gi		Other (specify					
1000					below) Exe	below) cutive VP & C	000				
	(Street)	4. If Ar	nendment, Da	te Original	6. Individual or	Joint/Group F	iling(Check				
	Filed(M	Ionth/Day/Year)	Applicable Line)							
HOUSTO	N, TX 77002				_X_ Form filed by						
	,				Person						
(City)	(State)	(Zip) Ta	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own								
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6.	7. Nature o				
Security	(Month/Day/Year)	Execution Date, if	Transaction	(A) or Disposed of (D)	Securities	Ownership	Indirect				

(City)	(State)	Tab	on-I	Derivative S	uired, 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. Transa Code (Instr.	8)	4. Securitie n(A) or Disp (Instr. 3, 4 a	osed c	of (D)	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)
Class P common stock	09/07/2012					D	\$ 0	1,925,237	D	
Class P common stock	09/07/2012		G <u>(1)</u>	V	230,000	A	\$0	230,000	I	By limited partnership
Class P common stock	09/08/2012		G(2)	V	227,700	D	\$ 0	230,000	I	By limited partnership

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

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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	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. onNumber	6. Date Exerc Expiration D		7. Titl		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Under Securi	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

KEAN STEVEN J

Executive VP & COO 500 DALLAS STREET, SUITE 1000 X

HOUSTON, TX 77002

Signatures

/s/ Steven J. 09/10/2012 Kean

**Signature of Date Reporting Person

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).
- The reporting person transferred these shares to a limited partnership of which the reporting person is the sole general partner and of **(1)** which the reporting person and his wife were then the sole limited partners.
- Represents separate gifts of limited partner interests in the limited partnership to two trusts of which family members of the reporting person are sole beneficiaries and the reporting person is sole trustee. Each gift represented a 49.5% interest in the limited partnership. The reporting person disclaims beneficial ownership of KMI Class P common stock held by the limited partnership except to the extent of his pecuniary interest therein.

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.

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