

RADCLIFFE JEREMY L  
 Form 3  
 May 24, 2012

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

OMB APPROVAL

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**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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Bachtold Paul Axtell</p> <p>(Last) (First) (Middle)</p> <p>4265 SAN FELIPE,Â 8TH FLOOR</p> <p>(Street)</p> <p>HOUSTON,Â TXÂ 77027</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/24/2012</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Salient Midstream &amp; MLP Fund [SMM]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Chief Compliance Officer</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person</p> <p><input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

<p>1. Title of Security</p> <p>(Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned</p> <p>(Instr. 4)</p>	<p>3. Ownership Form:</p> <p>Direct (D) or Indirect (I)</p> <p>(Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership</p> <p>(Instr. 5)</p>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

<p>1. Title of Derivative Security</p> <p>(Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date</p> <p>(Month/Day/Year)</p> <p>Date Exercisable      Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security</p> <p>(Instr. 4)</p> <p>Title      Amount or Number of Shares</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security:</p> <p>Direct (D) or Indirect (I)</p>	<p>6. Nature of Indirect Beneficial Ownership</p> <p>(Instr. 5)</p>
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## Reporting Owners

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

HOUSTON, TX 77027

**Signatures**

Paul Bachtold 05/24/2012

\_\_Signature of  
Reporting Person

Date

John A Blaisdell 05/24/2012

\_\_Signature of  
Reporting Person

Date

Ted Gardner 05/24/2012

\_\_Signature of  
Reporting Person

Date

Andrew B  
Linbeck 05/24/2012\_\_Signature of  
Reporting Person

Date

Lee Partridge 05/24/2012

\_\_Signature of  
Reporting Person

Date

John Price 05/24/2012

\_\_Signature of  
Reporting Person

Date

Jeremy Radcliffe 05/24/2012

\_\_Signature of  
Reporting Person

Date

Gregory A Reid 05/24/2012

\_\_Signature of  
Reporting Person

Date

A Haag Sherman 05/24/2012

\_\_Signature of  
Reporting Person

Date

Jonathan Carroll 05/24/2012

\_\_Signature of  
Reporting Person

Date

**Explanation of Responses:****No securities are beneficially owned**\* 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).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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