8point3 Energy Partners LP Form 3 June 18, 2015

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

Estimated average burden hours per

response...

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 *

 SUNPOWER CORP

77 RIO ROBLES

(Last)

(Street)

(First) (Middle) Statement

(Month/Day/Year)

06/18/2015

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol 8point3 Energy Partners LP [CAFD]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

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

6. Individual or Joint/Group

Filing(Check Applicable Line) Form filed by One Reporting Person

X Form filed by More than One

Reporting Person

SAN JOSE, CAÂ 95134

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership Ownership Form: (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.

> 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 1473 (7-02)

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)

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

4. Conversion or Exercise Price of Derivative

Security

5. Ownership Form of Derivative Security:

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

Date Exercisable

Expiration Date

Title

Amount or Number of Shares

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SUNPOWER CORP 77 RIO ROBLES SAN JOSE, CA 95134	ÂX	Â	Â	Â
SunPower HoldCo, LLC 77 RIO ROBLES SAN JOSE, CA 95134	ÂX	Â	Â	Â
SunPower YC Holdings, LLC 77 RIO ROBLES SAN JOSE, CA 95134	ÂX	Â	Â	Â

Signatures

/s/ Natalie F. Jackson, as Authorized Signatory of SunPower HoldCo, LLC	06/18/2015
**Signature of Reporting Person	Date
/s/ Natalie F. Jackson, as Authorized Signatory of SunPower YC Holdings, LLC	
**Signature of Reporting Person	Date
/s/ Charles D. Boynton, as Authorized Signatory of SunPower Corporation	06/18/2015
**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).

Â

Remarks:

This Form 3 is being filed jointly by SunPower Corporation ("SunPower"), SunPower HoldCo, LLCÂ 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.

Reporting Owners 2