

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported.

Form 4 Transactions Reported.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0362
Estimated average burden hours per response: 1.0

1. Name and Address of Reporting Person* <u>Cushing MLP Opportunity Fund I, LP</u> (Last) (First) (Middle) <u>3300 OAK LAWN AVENUE, SUITE 650</u> (Street) <u>DALLAS TX 75219</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TransMontaigne Partners L.P. [TLP]</u> 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2007</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Limited Partner Units	08/31/2007		P	15,333	A	\$32.67	1,045,738	D ⁽¹⁾	
Common Limited Partner Units	08/31/2007		P	16,000	A	\$32.75	1,045,738	D ⁽¹⁾	
Common Limited Partner Units	09/04/2007		P	6,600	A	\$33.26	1,045,738	D ⁽¹⁾	
Common Limited Partner Units	09/05/2007		P	11,410	A	\$33.23	1,045,738	D ⁽¹⁾	
Common Limited Partner Units	09/06/2007		P	16,900	A	\$33.81	1,045,738	D ⁽¹⁾	
Common Limited Partner Units	09/06/2007		P	29,660	A	\$33.7	1,045,738	D ⁽¹⁾	
Common Limited Partner Units	12/17/2007		P	10,100	A	\$27.75	1,045,738	D ⁽¹⁾	
Common Limited Partner Units	12/19/2007		P	20,000	A	\$27.72	1,045,738	D ⁽¹⁾	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Explanation of Responses:

1. The filing of this Form 5 shall not be construed as an admission that The Cushing MLP Opportunity Fund ("Opportunity Fund") is or was for the purposes of Section 16(a) of the Securities Exchange Act of 1934, as amended, the beneficial owner of any of the Common Limited Partner Units ("Common Units") of TransMontaigne Partners LP. Opportunity Fund disclaims such beneficial ownership.

Remarks:

/s/ The Cushing MLP
Opportunity Fund I, LP By
Swank Energy Income
Advisors, LP, its Investment
Advisor By Swank Capital,
LLC, its General Partner By
Jerry V. Swank, its Managing
Member

02/14/2008

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.