

USA Compression Partners, LP  
 Form 3/A  
 March 23, 2017

**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)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Argonaut Private Equity, L.L.C.		(Month/Day/Year)	USA Compression Partners, LP [USAC]	
(Last)	(First)	08/30/2013		
7030 S. YALE AVE,Â SUITE 810			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	05/19/2014
TULSA,Â OKÂ 74136			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Form filed by One Reporting Person
			<input type="checkbox"/> Other (specify below)	<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Units	6,676,874 <sup>(1)</sup>	D	Â
Common Units	148,505 <sup>(2)</sup> <sup>(3)</sup>	D	Â
Common Units	74,253 <sup>(2)</sup> <sup>(4)</sup>	D	Â
Common Units	7,425 <sup>(2)</sup> <sup>(5)</sup>	D	Â
Common Units	2,970 <sup>(2)</sup> <sup>(6)</sup>	D	Â
Common Units	6,684,299 <sup>(7)</sup>	D	Â

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

SEC 1473 (7-02)

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Frederic Dorwart	03/23/2017
__Signature of Reporting Person	Date
Ken Kinnear	03/23/2017
__Signature of Reporting Person	Date
George B. Kaiser	03/23/2017
__Signature of Reporting Person	Date

## Explanation of Responses:

- \* 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).
- (1) These securities are owned solely by Argonaut Private Equity, L.L.C. ("Argonaut").
  - (2) As the managers of Argonaut, Messrs. Mitchell, Millican, Dorwart, and Kinnear are in possession of sole voting and investment power of the Common Units held by Argonaut and may also be deemed to beneficially own the 6,676,874 Common Units held by Argonaut.
  - (3) These securities are owned solely by Steven R. Mitchell.
  - (4) These securities are owned solely by Don P. Millican.
  - (5) These securities are owned solely by Frederic Dorwart.
  - (6) These securities are owned solely by Ken Kinnear.
  - (7) George B. Kaiser solely owns 7,425 Common Units. As the sole member of Argonaut, Mr. Kaiser is in indirect possession of sole voting and investment power of the Common Units held by Argonaut and may also be deemed to beneficially own the 6,676,874 Common Units held by Argonaut.

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.