

KAYNE ANDERSON INVESTMENT MANAGEMENT INC
 Form 3
 November 23, 2010

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)

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|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person * KA Fund Advisors LLC (Last) (First) (Middle) 1800 AVENUE OF THE STARS, SECOND FLOOR (Street) LOS ANGELES, CA 90067 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 11/23/2010 | 3. Issuer Name and Ticker or Trading Symbol KAYNE ANDERSON MIDSTREAM/ENERGY FUND, INC. [KMF] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) See Exhibit 99.1 | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <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 Stock par value \$0.001 | 4,000 | I | See Footnotes ⁽¹⁾ ⁽²⁾ |

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

SEC 1473 (7-02)

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.

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) Title | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|

| | | | | |
|---------------------|--------------------|----------------------------------|----------|------------------------------------------------|
| Date Exercisable | Expiration Date | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|---------------------|--------------------|----------------------------------|----------|------------------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|------------------|
| | Director | 10% Owner | Officer | Other |
| KA Fund Advisors LLC 1800 AVENUE OF THE STARS, SECOND FLOOR LOS ANGELES, CA 90067 | ^ | ^ X | ^ | See Exhibit 99.1 |
| KAYNE ANDERSON CAPITAL ADVISORS LP 1800 AVENUE OF THE STARS, SECOND FLOOR LOS ANGELES, CA 90067 | ^ | ^ X | ^ | See Exhibit 99.1 |
| KAYNE ANDERSON INVESTMENT MANAGEMENT INC 1800 AVENUE OF THE STARS, SECOND FLOOR LOS ANGELES, CA 90067 | ^ | ^ X | ^ | See Exhibit 99.1 |
| KA Holdings Inc 1800 AVENUE OF THE STARS, SECOND FLOOR LOS ANGELES, CA 90067 | ^ | ^ X | ^ | See Exhibit 99.1 |
| KAYNE RICHARD A 1800 AVENUE OF THE STARS, SECOND FLOOR LOS ANGELES, CA 90067 | ^ | ^ X | ^ | See Exhibit 99.1 |
| SINNOTT ROBERT V 1800 AVENUE OF THE STARS, SECOND FLOOR LOS ANGELES, CA 90067 | ^ | ^ X | ^ | See Exhibit 99.1 |

Signatures

/s/ David J. Shladovsky, Secretary of KA Fund Advisors
LLC 11/23/2010

**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) Direct ownership by KA Fund Advisors LLC, which purchased these shares of restricted stock to satisfy seed capital requirements.
- (2) Indirect ownership by each of Kayne Anderson Capital Advisors, L.P., Kayne Anderson Investment Management, Inc., KA Holdings Inc., Mr. Kayne and Mr. Sinnott

^

Remarks:
 Exhibit 24.1 ^ ^ Power of Attorney for KA Fund Advisors LLC
 Exhibit 24.2 ^ ^ Power of Attorney for Kayne Anderson Capital Advisors, L.P.
 Exhibit 24.3 ^ ^ Power of Attorney for Kayne Anderson Investment Management, Inc.
 Exhibit 24.4 ^ ^ Power of Attorney for KA Holdings Inc.
 Exhibit 24.5 ^ ^ Power of Attorney for Mr. Kayne

Exhibit 24.6 Power of Attorney for Mr. Sinnott
Exhibit 99.1 Relationship of Reporting Persons to Issuer

EXHIBIT 99.1: RELATIONSHIP OF REPORTING PERSON(S) TO ISSUER

KA Fund Advisors LLC is the Investment Advisor of the Issuer. Each of Kayne Anderson Capital Management, Inc., KA Holdings Inc., Mr. Kayne and Mr. Sinnott is an affiliate of KA Fund Advisors.

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.