

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Argonaut Private Equity, L.L.C.</u> <hr/> (Last) (First) (Middle) 7030 S. YALE AVE SUITE 810 <hr/> (Street) TULSA OK 74136 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/30/2013	3. Issuer Name and Ticker or Trading Symbol <u>USA Compression Partners, LP [ USAC ]</u>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 05/19/2014
		6. Individual or Joint/Group Filing (Check Applicable Line) 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 Units	6,676,874 <sup>(1)</sup>	D	
Common Units	148,505 <sup>(2)(3)</sup>	D	
Common Units	74,253 <sup>(2)(4)</sup>	D	
Common Units	7,425 <sup>(2)(5)</sup>	D	
Common Units	2,970 <sup>(2)(6)</sup>	D	
Common Units	6,684,299 <sup>(7)</sup>	D	

**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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person* <u>Argonaut Private Equity, L.L.C.</u> <hr/> (Last) (First) (Middle) 7030 S. YALE AVE SUITE 810 <hr/> (Street) TULSA OK 74136 <hr/> (City) (State) (Zip)
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1. Name and Address of Reporting Person* <u>Mitchell Steven R</u> <hr/> (Last) (First) (Middle) C/O ASPEN AEROGELS, INC. 30 FORBES ROAD, BUILDING B <hr/> (Street) NORTHBOROUGH MA 01532 <hr/> (City) (State) (Zip)
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1. Name and Address of Reporting Person* <u>Millican Don P.</u>
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(Last) (First) (Middle)  
 6733 S. YALE AVE.

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(Street)  
 TULSA OK 74136

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Dorwart Frederic](#)

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(Last) (First) (Middle)  
 124 EAST FOURTH STREET

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(Street)  
 TULSA OK 74103

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[KINNEAR KENNETH K](#)

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(Last) (First) (Middle)  
 6733 S. YALE AVE.

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(Street)  
 TULSA OK 74136

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[KAISER GEORGE B](#)

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(Last) (First) (Middle)  
 C/O FREDERIC DORWART, LAWYERS  
 124 EAST FOURTH STREET

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(Street)  
 TULSA OK 74103

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(City) (State) (Zip)

**Explanation of Responses:**

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.

<a href="#">Steven R. Mitchell, Managing Director</a>	<a href="#">03/23/2017</a>
<a href="#">Steven R. Mitchell</a>	<a href="#">03/23/2017</a>
<a href="#">Don P. Millican</a>	<a href="#">03/23/2017</a>
<a href="#">Frederic Dorwart</a>	<a href="#">03/23/2017</a>
<a href="#">Ken Kinnear</a>	<a href="#">03/23/2017</a>
<a href="#">George B. Kaiser</a>	<a href="#">03/23/2017</a>

\*\* 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 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.

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.