FORM 10-Q/A

Quarterly report pursuant to sections 13 or 15(d) [amend]

Filing Date: **2013-01-10** | Period of Report: **2012-09-30**
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FILER

Southcross Energy Partners, L.P.

CIK:**1547638**| IRS No.: **455045230** | State of Incorp.:**DE** | Fiscal Year End: **1231**
Type: **10-Q/A** | Act: **34** | File No.: **001-35719** | Film No.: **13523579**
SIC: **4922** Natural gas transmission

Mailing Address
1700 PACIFIC AVENUE,
SUITE 2900
DALLAS TX 75201

Business Address
1700 PACIFIC AVENUE,
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DALLAS TX 75201
214-979-3700

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q/A

(Amendment No. 1)

(Mark One)

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2012

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from to

Commission File Number: 001-35719

Southcross Energy Partners, L.P.

(Exact name of registrant as specified in its charter)

DELAWARE	**45-5045230**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
1700 Pacific Avenue, Suite 2900	
Dallas, TX	**75201**
(Address of principal executive offices)	(Zip Code)

(214) 979-3700

(Registrant' s telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☐ No ☒

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer ☐ Accelerated filer ☐

Non-accelerated filer ☒ (Do not check if a smaller reporting company) Smaller reporting company ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

Indicate the number of units outstanding of the issuer' s classes of common units, subordinated units and General Partner units, as of the latest practicable date:

Class	As of January 10, 2013
Common Units	12,213,713
Subordinated Units	12,213,713
General Partner Units	498,518

Explanatory Note

We are filing this Amendment No. 1 on Form 10-Q/A to Southcross Energy Partners, L.P.' s Quarterly Report on Form 10-Q for the quarter ended September 30, 2012 (the "Form 10-Q"), which was originally filed with the Securities and Exchange Commission on December 14, 2012, for the sole purpose of furnishing Exhibit 101 in accordance with Rule 405 of Regulation S-T. Exhibit 101 provides the financial statements and related notes for the Form 10-Q formatted in eXtensible Business Reporting Language ("XBRL").

No other changes have been made to the Form 10-Q. This Amendment does not reflect events that have occurred after the December 14, 2012 filing date of the Form 10-Q, or modify or update the disclosures presented therein, except to reflect the amendment described above.

Item 6. Exhibits

Exhibit Number	Description

3.1	Certificate of Limited Partnership of Southcross Energy Partners, L.P. (incorporated by reference to Exhibit 3.1 to the Registration Statement on Form S-1 (Commission File No. 333-180841)). *
3.2	First Amended and Restated Agreement of Limited Partnership of Southcross Energy Partners, L.P., dated as of November 7, 2012 (incorporated by reference to Exhibit 3.1 to the Current Report on Form 8-K dated November 7, 2012). *
3.3	Certificate of Formation of Southcross Energy Partners GP, LLC (incorporated by reference to Exhibit 3.4 to the Registration Statement on Form S-1 (Commission File No. 333-180841)). *
3.4	Amended and Restated Limited Liability Company Agreement of Southcross Energy Partners GP, LLC, dated as of November 7, 2012 (incorporated by reference to Exhibit 3.3 to the Current Report on Form 8-K dated November 7, 2012). *
31.1	Certification of Chief Executive Officer, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. *
31.2	Certification of Chief Financial Officer, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. *
32.1	Certification of Chief Executive Officer and Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. *
101.INS	XBRL Instance Document **
101.SCH	XBRL Taxonomy Extension Schema **
101.CAL	XBRL Taxonomy Extension Calculation Linkbase **
101.DEF	XBRL Taxonomy Extension Definition Linkbase **
101.LAB	XBRL Taxonomy Extension Label Linkbase **
101.PRE	XBRL Extension Presentation Linkbase **

* Previously filed.
** Furnished herewith.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SOUTHCROSS ENERGY PARTNERS, L.P.

By: Southcross Energy Partners GP, LLC, its general partner

Date: January 10, 2013

By: /s/ J. Michael Anderson
J. Michael Anderson
Senior Vice President and Chief Financial Officer
Principal Financial Officer

Date: January 10, 2013

By: /s/ David M. Mueller
David M. Mueller
Senior Vice President and Chief Accounting Officer
Principal Accounting Officer

EXHIBIT INDEX

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** Furnished herewith.

PROPERTY, PLANT, AND EQUIPMENT (Details) (Predecessor, USD $)	3 Months Ended		9 Months Ended		
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011	Dec. 31, 2011
Property, plant and equipment					
Total property, plant and equipment	$ 420,686,000		$ 420,686,000		$ 306,997,000
Accumulated depreciation and amortization	(40,365,000)		(40,365,000)		(27,547,000)
Net property, plant and equipment	485,041,000		485,041,000		369,861,000
Capitalized interest	2,200,000	600,000	4,500,000	900,000	
Property, plant and equipment excluding construction in progress and land and other					
Property, plant and equipment					
Net property, plant and equipment	380,321,000		380,321,000		279,450,000
Pipeline					
Property, plant and equipment					
Estimated Useful life			30 years		
Total property, plant and equipment	232,469,000		232,469,000		230,866,000
Gas processing, treating and other plants					
Property, plant and equipment					
Estimated Useful life			15 years		
Total property, plant and equipment	145,197,000		145,197,000		36,990,000
Compressors					
Property, plant and equipment					
Estimated Useful life			7 years		
Total property, plant and equipment	19,241,000		19,241,000		16,078,000
Rights of way					
Property, plant and equipment					
Estimated Useful life			15 years		
Total property, plant and equipment	20,729,000		20,729,000		20,249,000
Furniture, fixtures & equipment					
Property, plant and equipment					
Estimated Useful life			5 years		
Total property, plant and equipment	3,050,000		3,050,000		2,814,000
Construction in progress					
Property, plant and equipment					
Total property, plant and equipment	100,978,000		100,978,000		86,189,000
Land and easements					
Property, plant and equipment					
Total property, plant and equipment	$ 3,742,000		$ 3,742,000		$ 4,222,000

RELATED PARTY TRANSACTIONS (Details) (Predecessor, USD $)	3 Months Ended		9 Months Ended			
	Sep. 30, 2012 Charlesbank	Sep. 30, 2011 Charlesbank	Sep. 30, 2012 Charlesbank	Sep. 30, 2011 Charlesbank	Dec. 31, 2011 Officer	Aug. 06, 2009 Officer
Related Party Transactions						
Annual management fee payable	$ 600,000		$ 600,000			
Related Party Transaction, Expenses from Transactions with Related Party	218,000	150,000	518,000	450,000		
Promissory note, amount borrowed					$ 25,911	$ 150,000

TOTAL REVENUE (Details) (Predecessor, USD $) In Thousands, unless otherwise specified	3 Months Ended		9 Months Ended	
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011
Predecessor				
TOTAL REVENUE				
Sales of natural gas	$ 80,290	$ 106,609	$ 217,484	$ 294,103
Sales of NGLs and condensate	26,487	22,119	94,133	69,068
Transportation, gathering and processing fees	11,290	7,161	32,573	19,586
Other	83	72	279	693
Total revenue	$ 118,150	$ 135,961	$ 344,469	$ 383,450

COMMITMENTS AND CONTINGENCIES (Tables)	9 Months Ended Sep. 30, 2012
COMMITMENTS AND CONTINGENCIES.	
Schedule of rent expense related to the lease	The Company has a non-cancelable lease for its office facilities in Dallas, Texas which expires August 16, 2016. Rent expense related to the lease was as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Rent expense	$ 75	$ 75	$ 229	$ 200

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies)	9 Months Ended Sep. 30, 2012
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	
Use of Estimates	***Use of Estimates*** The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities that exist at the date of the financial statements as well as the reported amounts of revenues and expenses during the reporting periods. Although these estimates are based on management's best available knowledge of current and future events, actual results may differ from those estimates.
Accounting Pronouncements Recently Adopted	*Recent Accounting Pronouncements* - Accounting standard-setting organizations frequently issue new or revised accounting rules. We regularly review new pronouncements to determine the impact, if any, on our consolidated financial statements. Effective January 1, 2012, the Predecessor adopted the revised accounting guidance associated with the presentation of comprehensive income, which did not have a material impact on the financial statements. There were no other new pronouncements that had or are expected to have a material impact on the Predecessor's financial statements.

DERIVATIVES (Details) (Predecessor, USD $)	3 Months Ended		9 Months Ended			3 Months Ended	9 Months Ended	3 Months Ended	9 Months Ended								1 Months Ended	3 Months Ended	9 Months Ended
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011	Dec. 31, 2011 MMBTU	Sep. 30, 2012 Derivatives designated as hedging instruments	Sep. 30, 2012 Derivatives designated as hedging instruments	Sep. 30, 2011 Interest rate cap contract Derivatives not designated as hedging instruments	Sep. 30, 2012 Interest rate cap contract Derivatives not designated as hedging instruments	Sep. 30, 2011 Interest rate cap contract Derivatives not designated as hedging instruments	Dec. 31, 2011 Interest rate cap contract Derivatives not designated as hedging instruments	Mar. 31, 2011 Interest rate cap contract Derivatives not designated as hedging instruments	Feb. 17, 2011 Interest rate cap contract Derivatives not designated as hedging instruments	Sep. 30, 2012 Interest rate cap contract Derivatives not designated as hedging instruments Period ended June 30, 2014	Sep. 30, 2012 Interest rate cap contract Derivatives not designated as hedging instruments Period ended December 31, 2012	Sep. 30, 2012 Interest rate cap contract Derivatives not designated as hedging instruments Period ended December 31, 2013	Mar. 31, 2012 Interest rate swap contract Derivatives designated as hedging instruments	Sep. 30, 2012 Interest rate swap contract Derivatives designated as hedging instruments	Sep. 30, 2012 Interest rate swap contract Derivatives designated as hedging instruments
Derivatives																			
Volume of month-ahead swap contracts (in MMBtu)					372,000														
Notional amount											$ 65,000,000		$ 80,000,000		$ 43,000,000	$ 23,000,000	$ 150,000,000		
Description of variable rate									LIBOR								one-month LIBOR		
Capped LIBO based interest rate (as a percent)												1.51%		4.57%					
LIBOR based fixed rate (as a percent)																	0.54%		
Estimated amount of hedging activity to be reclassified from accumulated other comprehensive income into income																			300,000
Estimated period over which hedging activity to be reclassified from accumulated other comprehensive income into income																			12 months
Unrealized gain/ (loss) on interest rate cap			(222,000)	(27,000)				57,000	(222,000)	(27,000)									
Realized gain /(loss) on derivatives	144,000	(13,000)	105,000	83,000				(49,000)		(101,000)									
(Loss) reclassified from accumulated other comprehensive loss to income/ loss (effective portion)						(84,000)	(169,000)												
Change in value recognized in other comprehensive (loss) (effective portion)																		$ (379,000)	$ (728,000)

LONG TERM DEBT (Details) (USD $) In Millions, unless otherwise specified	0 Months Ended	9 Months Ended					0 Months Ended			
	Nov. 07, 2012 Credit Agreement Subsequent event	Sep. 30, 2012 Credit Agreement Predecessor	Sep. 30, 2011 Credit Agreement Predecessor	Sep. 30, 2012 Credit Agreement Minimum Predecessor	Sep. 30, 2012 Term loan Predecessor	Sep. 30, 2012 Revolver loan Predecessor	Nov. 07, 2012 Senior Secured Credit Facility Subsequent event	Nov. 07, 2012 Senior Secured Credit Facility Minimum Subsequent event Bblsd MMcfd	Nov. 07, 2012 Senior Secured Credit Facility Maximum Subsequent event	Nov. 07, 2012 Letters of credit Subsequent event
LONG TERM DEBT										
Weighted average borrowings outstanding		$ 236.3	$ 131.7							
Effective average interest rate (as a percent)		3.85%	3.64%							
Loans outstanding					150.2	103.0				
Interest rate (as a percent)					4.47%	4.47%				
Leverage ratio				5.0						
Debt extinguished	270.0									
Maximum borrowing capacity							$ 350.0			$ 75.0
Description of variable rate basis							LIBOR			
Basis spread on variable rate (as a percent)							3.25%			
Consolidated total leverage ratio prior to exercising one time covenant election, required to be maintained									5.25	
Consolidated interest coverage ratio prior to exercising one time covenant election, required to be maintained								2.75		
Consolidated total leverage ratio subject to provision prior to exercising one time covenant election, required to be maintained								5.00		
Consolidated total leverage ratio upon exercising one time covenant election, required to be maintained									5.25	
Consolidated senior secured leverage ratio upon exercising one time covenant election, required to be maintained									3.50	
Consolidated interest coverage ratio upon exercising one time covenant election, required to be maintained								2.75		
Bonnie View fractionation facility average processing output over period of seven consecutive days (in Bbls/d)								7,000		
Woodsboro gas processing facility average processing output over period of seven consecutive days (in MMcf/d)								80		

ORGANIZATION AND BASIS OF PRESENTATION (Details) (Subsequent event, USD $)							0 Months Ended												0 Months Ended				
	Nov. 26, 2012	Nov. 07, 2012	Nov. 07, 2012 Senior Secured Credit Facility	Nov. 07, 2012 Credit Agreement	Nov. 07, 2012 Predecessor	Nov. 07, 2012 Predecessor Credit Agreement	Nov. 07, 2012 Predecessor Credit Agreement	Nov. 07, 2012 Phantom Units	Nov. 07, 2012 General partner	Nov. 26, 2012 General partner Predecessor	Nov. 26, 2012 Limited partner	Nov. 07, 2012 Limited partner	Nov. 26, 2012 Limited partner Public unitholder	Nov. 26, 2012 Common units	Nov. 26, 2012 Common units Predecessor	Nov. 26, 2012 Common units Limited partner Predecessor	Nov. 07, 2012 Common units Limited partner Predecessor	Nov. 26, 2012 Subordinated units Limited partner Predecessor	Nov. 07, 2012 Subordinated units Limited partner Predecessor	Nov. 26, 2012 Series B redeemable preferred equity Predecessor	Nov. 07, 2012 Series B redeemable preferred equity Predecessor	Nov. 07, 2012 Series C Redeemable Preferred Equity Predecessor	Nov. 07, 2012 Redeemable Preferred Units Predecessor
Ownership interest held in Southcross Energy Operating, LLC (as a percent)					58.50%																		
Number of units held										498,518					1,863,713		3,213,713	12,213,713	12,213,713				
Ownership interest held by limited partners (as a percent)											56.50%	36.10%	41.50%			7.50%	12.90%	49.00%	49.00%				
Debt assumed by the Partnership						$ 270,000,000																	
Additional borrowings							5,000,000																
Accumulated priority return on redeemable preferred units (as a percent)																				18.00%	18.00%	18.00%	
Percentage of outstanding redeemable preferred units																					22.00%		
Payment to the owners of redeemable preferred units																							46,000,000
Ownership interest held by general partners (as a percent)									2.00%	2.00%													
Proceeds from initial public offering, net of underwriters' and structuring fees		168,000,000																					
Debt repaid of Predecessor		140,000,000		129,500,000																			
Distribution to the Predecessor, including reimbursements for certain capital expenditures		38,500,000																					
Distribution to the Predecessor		7,500,000																					
Debt assumed and repaid				270,000,000																			
Number of units issued to the public					9,000,000																		
Number of awards granted to certain employees								146,000															
Maximum borrowing capacity			350,000,000																				
Aggregate equity interests (as a percent)	100.00%																						
Proceeds from issuance of debt			150,000,000																				
Proceeds from issuance of debt, net of expenses			147,500,000																				
Lender fees and expenses			2,500,000																				
Outstanding letters of credit of the Predecessor assumed by the Partnership		26,700,000																					
Units issued			1,350,000																				
Units acquired from the Predecessor														1,350,000									
Net proceeds														25,200,000									
Units redeemed and retired														1,350,000									
Accumulated priority return																				313,684			
Remaining proceeds used to redeem preferred units																				$ 24,900,000			
Number of units redeemed																				2,489,081			
Number of units outstanding																				858,717			

SUBSEQUENT EVENTS (Details) (Subsequent event, USD $)	0 Months Ended	
	Nov. 26, 2012	Nov. 07, 2012
Public unitholder		
Subsequent events		
Number of units before sale of interest in partnership	9,000,000	
Number of units after sale of interest in partnership	10,350,000	
Common units		
Subsequent events		
Issuance price per share (in dollars per share)	$ 20.00	
Amount per unit, net of underwriting discounts and structuring fees	$ 18.67	
Net proceeds	$ 25,200,000	
Number of units redeemed from the company	1,350,000	
Number of units before sale of interest in partnership	3,213,713	
Number of units after sale of interest in partnership	1,863,713	
Series B redeemable preferred equity | Predecessor		
Subsequent events		
Accumulated priority return on redeemable preferred units (as a percent)	18.00%	18.00%
Accumulated priority return	313,684	
Remaining proceeds used to redeem preferred units	$ 24,900,000	
Number of units redeemed	2,489,081	
Number of units outstanding	858,717	

COMMITMENTS AND CONTINGENCIES (Details) (Predecessor, USD $)	3 Months Ended		9 Months Ended		12 Months Ended	
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011	Dec. 31, 2011 MMcfd	Jul. 31, 2012
Predecessor						
Leases						
Rent expense	$ 75,000	$ 75,000	$ 229,000	$ 200,000		
Outstanding commitments on expansion projects						
Capacity of Woodsboro processing plant (in MMcf/d)					200	
Capitalized costs of Woodsboro processing plant in Refugio County, Texas						104,900,000
Amount of firm commitments outstanding for major projects	$ 25,900,000		$ 25,900,000			

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	9 Months Ended Sep. 30, 2012
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Use of Estimates

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities that exist at the date of the financial statements as well as the reported amounts of revenues and expenses during the reporting periods. Although these estimates are based on management's best available knowledge of current and future events, actual results may differ from those estimates.

Significant Accounting Policies

There were no changes to the significant accounting policies described in the Predecessor's 2011 audited consolidated financial statements and related notes included in the Prospectus. For information on our significant accounting policies, see Note 2 of the Predecessor's 2011 audited consolidated financial statements included in the Prospectus.

Recent Accounting Pronouncements - Accounting standard-setting organizations frequently issue new or revised accounting rules. We regularly review new pronouncements to determine the impact, if any, on our consolidated financial statements.

Effective January 1, 2012, the Predecessor adopted the revised accounting guidance associated with the presentation of comprehensive income, which did not have a material impact on the financial statements. There were no other new pronouncements that had or are expected to have a material impact on the Predecessor's financial statements.

MEMBERS' EQUITY (Details) (USD $) In Thousands, except Share data, unless otherwise specified	0 Months Ended		9 Months Ended			9 Months Ended		12 Months Ended	9 Months Ended			12 Months Ended	9 Months Ended
	Nov. 07, 2012 Phantom Units Subsequent event	Mar. 20, 2012 Predecessor	Sep. 30, 2012 Predecessor	Aug. 06, 2009 Predecessor item	Aug. 06, 2009 Predecessor Charlesbank	Sep. 30, 2012 Time-vesting units Predecessor	Sep. 30, 2012 Class A Predecessor	Dec. 31, 2011 Class A Predecessor	Sep. 30, 2012 Class A Time-vesting units Predecessor	Sep. 30, 2012 Class A Performance-vesting units Predecessor	Sep. 30, 2012 Class B Predecessor	Dec. 31, 2011 Class B Predecessor	Sep. 30, 2012 Class B Time-vesting units Predecessor
Common units outstanding							1,313,445	1,415,729			28,639	57,279	
Common units unvested							114,580	217,843			11,456	34,367	
Par value of units								$ 1.00				$ 1.00	
Purchase price of units					$ 1.00								
Number of members of the Predecessor's management team				5									
Vesting period						5 years							
Amount of incentive units repurchased and retired		$ 15,300	$ 15,301										
Number of units purchased									3,096	113,342			28,639
Number of units vested									1,858				17,183
Number of units granted	146,000												

OTHER ASSETS (Tables)

9 Months Ended Sep. 30, 2012

OTHER ASSETS

Schedule of other assets

Other assets consisted of the following (in thousands):

Description	September 30, 2012	December 31, 2011
Deferred financing costs	$ 3,721	$ 2,155
Prepaid offering costs	3,599	2,040
Other	530	491
Total other assets	**$ 7,850**	**$ 4,686**

Schedule of amortization of deferred financing costs

Amortization of deferred financing costs was as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Amortization of deferred financing costs	$ 322	$ 173	$ 947	$ 713

PROPERTY, PLANT, AND EQUIPMENT (Tables)

9 Months Ended Sep. 30, 2012

PROPERTY, PLANT, AND EQUIPMENT

Schedule of property, plant and equipment

Property, plant and equipment consisted of the following (in thousands):

Description	Useful life	September 30, 2012	December 31, 2011
Pipeline	30	$232,469	$230,866
Gas processing, treating and other plants	15	145,197	36,990
Compressors	7	19,241	16,078
Rights of way	15	20,729	20,249
Furniture, fixtures and equipment	5	3,050	2,814
Total property, plant and equipment		$420,686	$306,997
Accumulated depreciation and amortization		(40,365)	(27,547)
Total		$380,321	$279,450
Construction in progress		100,978	86,189
Land and other		3,742	4,222
Net property, plant and equipment		**$485,041**	**$369,861**

PREDECESSOR PREFERRED UNITS (Details) (USD $) In Millions, except Share data, unless otherwise specified	Sep. 30, 2012 Preferred units Predecessor	Dec. 31, 2011 Preferred units Predecessor	Sep. 30, 2012 Redeemable preferred units Predecessor	Dec. 31, 2011 Redeemable preferred units Predecessor	Jun. 10, 2011 Redeemable preferred units Predecessor	0 Months Ended Nov. 26, 2012 Redeemable preferred units Subsequent event Predecessor	Jun. 10, 2011 Redeemable preferred units Charlesbank and most of existing investors Predecessor	Sep. 30, 2012 Series B redeemable preferred units Predecessor	0 Months Ended Nov. 26, 2012 Series B redeemable preferred units Subsequent event Predecessor	Sep. 30, 2012 Series B redeemable preferred units Charlesbank	Mar. 20, 2012 Series B redeemable preferred units Affiliate of Wells Fargo Securities, LLC Predecessor	Jun. 26, 2012 Series B redeemable preferred units Charlesbank and certain predecessor investors Predecessor	Mar. 20, 2012 Series B redeemable preferred units Charlesbank and certain predecessor investors Predecessor	Sep. 30, 2012 Series C redeemable preferred units Predecessor	0 Months Ended Nov. 26, 2012 Series C redeemable preferred units Subsequent event Predecessor	Sep. 30, 2012 Series C redeemable preferred units Charlesbank, other institutional investors, and certain predecessor investors	Jun. 26, 2012 Series C redeemable preferred units Charlesbank, other institutional investors, and certain predecessor investors Predecessor
PREFERRED UNITS																	
Cumulative preferred units	11,850,374	11,850,374						4,280,000						3,000,000			
Par value of preferred units (in dollars per unit)	$ 10	$ 10			$ 10			$ 10								$ 10	
Rate at which value accrues (as a percent)	10.00%	10.00%			18.00%			18.00%								18.00%	
Cumulative right to receive future cash distributions	$ 43.3	$ 31.8	$ 3.9	$ 1.6						$ 3.8						$ 1.4	
Contributed capital							15.0				10.0	7.5	25.3				30.0
Units issued							1,500,000				1,000,000	750,000	2,530,000				3,000,000
Accumulated priority return on redeemable preferred units (as a percent)									18.00%						18.00%		
Payment to the owners of redeemable preferred units						$ 71.2											
Percentage of outstanding redeemable preferred units									80.00%								

MEMBERS' EQUITY (Tables)	9 Months Ended Sep. 30, 2012

MEMBERS' EQUITY.

Schedule of information regarding the Predecessor's outstanding time- and performance-vesting incentive units held by management

The following table provides information regarding the Predecessor’s outstanding time- and performance-vesting incentive units held by management as of September 30, 2012:

	Number of units purchased, subject to		Number of units vested, subject to	
	Time	Performance	Time	Performance
Class A	3,096	113,342	1,858	—
Class B	28,639	—	17,183	—

CONCENTRATION OF CREDIT RISK AND TRADE ACCOUNTS RECEIVABLE (Tables)	9 Months Ended Sep. 30, 2012
CONCENTRATION OF CREDIT RISK AND TRADE ACCOUNTS RECEIVABLE	
Schedule of consolidated revenue attributed to Formosa and Sherwin	Consolidated revenue attributed to Formosa and Sherwin was as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Formosa	$ 19,224	$ 25,607	$85,597	$71,684
Sherwin	$ 14,462	$ 21,249	$37,280	$63,519

ORGANIZATION AND BASIS OF PRESENTATION

9 Months Ended

Sep. 30, 2012

ORGANIZATION AND BASIS OF PRESENTATION

ORGANIZATION AND BASIS OF PRESENTATION

1. ORGANIZATION AND BASIS OF PRESENTATION

Organization

On November 7, 2012, Southcross Energy Partners, L.P. (the "Partnership") completed its initial public offering (the "IPO") and after the completion of the IPO and full exercise of the underwriters' over-allotment option, Southcross Energy LLC, a Delaware limited liability company and the predecessor for accounting purposes of the Partnership (the "Predecessor") (collectively, the Partnership and the Predecessor are herein referred to as the "Company," "we," "us" and "our") owns all of the equity interests in Southcross Energy Partners GP, LLC, the Partnership's general partner (the "General Partner") as well as common and subordinated units of the Partnership. The Predecessor's total direct and indirect equity ownership in the Partnership is 58.5%. The accompanying condensed consolidated financial statements as of September 30, 2012 and December 31, 2011 and for the three and nine months ended September 30, 2012 and 2011 reflect the financial and operating results of the Predecessor.

The Predecessor, formed on June 2, 2009, and its subsidiaries are controlled through investment funds and entities associated with Charlesbank Capital Partners, LLC ("Charlesbank").

The following activities occurred in connection with the closing of the IPO:

Activity of the Predecessor

- The Predecessor conveyed the following:
  - its direct and indirect ownership in its operating subsidiaries to Southcross Energy Operating, LLC, the Partnership's operating subsidiary ("Southcross Operating");
  - an interest in Southcross Operating to the General Partner as a capital contribution; and
  - its remaining interest in Southcross Operating to the Partnership in exchange for:
    - 3,213,713 common units, representing a 12.9% limited partner interest in the Partnership;
    - 12,213,713 subordinated units, representing a 49.0% limited partner interest in the Partnership; and
    - the assumption by the Partnership of the Predecessor's existing debt under its credit agreement of $270.0 million, which included an additional $5.0 million in borrowings during November 2012.
- The Predecessor paid the accumulated 18% priority return on both Series B Redeemable Preferred units and Series C Redeemable Preferred units accrued through the IPO closing date and redeemed all of the outstanding Series C

Redeemable Preferred units and approximately 22% of the outstanding Series B Redeemable Preferred units, by paying $46.0 million to the owners of such redeemable preferred units.

Activity of the General Partner

- The General Partner conveyed its interest in Southcross Operating to the Partnership in exchange for:
  - a continuation of its 2% general partner interest in the Partnership; and
  - the Partnership's incentive distribution rights ("IDR").

Activity of the Partnership

- The Partnership used the proceeds from its IPO of approximately $168.0 million, net of underwriters' and structuring fees to:
  - repay $129.5 million of debt outstanding under the Predecessor's credit agreement which the Partnership assumed; and
  - to make a $38.5 million distribution, including reimbursements for certain capital expenditures, to the Predecessor.
- The Partnership issued 9,000,000 common units to the public, representing a 36.1% limited partner interest in the Partnership;
- The Partnership established a long term incentive plan and granted 146,000 phantom units with distribution equivalent rights to certain employees.
- The Partnership entered into a $350.0 million senior secured credit facility and borrowed $150.0 million. The Partnership used proceeds of $147.5 million (net of $2.5 million in lender fees and expenses) for repayment of $140.0 million of the Predecessor's debt and $7.5 million for distribution to the Predecessor;
- The Partnership retired all of the Predecessor's assumed debt of $270.0 million then outstanding under the Predecessor's credit agreement; and
- The Partnership assumed responsibility for all of the Predecessor's $26.7 million of outstanding letters of credit.

Subsequent to the IPO and the concurrent activity by the Company, the Partnership owns the Predecessors' operating subsidiaries and will continue to provide the services of the Predecessor.

In connection with the full exercise of the underwriter's over-allotment option which closed on November 26, 2012 (the "Over-Allotment Option"), the following occurred:

Activity of the Partnership

- The Partnership's underwriters purchased 1,350,000 additional common units in the Partnership for approximately $25.2 million in proceeds, net of underwriters' and structuring fees;
- The Partnership used the net proceeds of $25.2 million to acquire 1,350,000 common units from the Predecessor; and
- The Partnership redeemed and retired the 1,350,000 common units acquired from the Predecessor.

Activity of the Predecessor

- The Predecessor used a portion of the proceeds from the redemption of the common units to pay the accumulated 18% priority return on the outstanding Series B Redeemable Preferred units of $313,684;
- The Predecessor used the remaining proceeds of approximately $24.9 million to redeem 2,489,081 Series B Redeemable Preferred units from the owners of the units resulting in 858,717 Series B Redeemable Preferred units outstanding, which will remain the obligation of the Predecessor; and
- The Predecessor subsequently held 1,863,713 common units representing, with its 12,213,713 subordinated units, a 56.5% limited partner interest in the Partnership and 498,518 general partner units representing a 2.0% general partner interest in the Partnership.

The Company is a midstream natural gas company with operations in Texas, Mississippi and Alabama. The Company operates as one reportable segment and provides natural gas gathering, processing, treating, compression and transportation services and natural gas liquids ("NGL") fractionation and transportation services for its producer customers, and sources, purchases, transports and sells natural gas and NGLs to power generation, industrial and utility customers.

Organizational Structure

The following table depicts the ownership structure following the IPO and the Over-Allotment Option:

Description	**Percentage Ownership**
Public Common Units	41.5%
Southcross Energy LLC:	
Common Units	7.5%
Subordinated Units	49.0%
General Partner Interest	2.0%
Total	**100.0%**

Basis of Presentation

These unaudited interim condensed consolidated financial statements for the Predecessor were prepared under the rules and regulations of the Securities and Exchange Commission ("SEC") and in accordance with accounting principles generally accepted in the United States of America ("GAAP") for interim financial statements. Accordingly, these financial statements do not include all of the disclosures required by GAAP and should be read along with the Predecessor's 2011 audited consolidated financial statements and related notes included in the Partnership's Rule 424(b)(4) Prospectus filed with the SEC on November 2, 2012 (the "Prospectus"). The Predecessor's financial statements as of September 30, 2012, and for the three and nine months ended September 30, 2012 and 2011, are unaudited and have been prepared on the same basis as the annual consolidated financial statements. All intercompany accounts and transactions have been eliminated in the preparation of the accompanying financial statements.

In management's opinion, the accompanying unaudited condensed consolidated financial statements include all adjustments consisting of normal recurring accruals necessary for the fair presentation of the results of operations for the three and nine months ended September 30, 2012 and 2011. Information for interim periods may not be indicative of the Predecessor's operating results for the entire year.

TOTAL REVENUE (Tables)	9 Months Ended Sep. 30, 2012
TOTAL REVENUE	
Schedule of revenue by category	The Predecessor had revenue consisting of the following categories (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Sales of natural gas	$ 80,290	$ 106,609	$ 217,484	$ 294,103
Sales of NGLs and condensate	26,487	22,119	94,133	69,068
Transportation, gathering and processing fees	11,290	7,161	32,573	19,586
Other	83	72	279	693
Total revenue	$ 118,150	$ 135,961	$ 344,469	$ 383,450

INTANGIBLE ASSETS (Details) (Predecessor, USD $) In Thousands, unless otherwise specified	9 Months Ended Sep. 30, 2012	Dec. 31, 2011
Predecessor		
INTANGIBLE ASSETS		
Intangible assets	$ 1,638	$ 1,681
Expected life of long-term supply contracts	30 years	

CONDENSED CONSOLIDATED BALANCE SHEETS (Predecessor, USD $) In Thousands, unless otherwise specified	Sep. 30, 2012	Dec. 31, 2011
Current assets:		
Cash and cash equivalents	$ 3,893	$ 1,412
Trade accounts receivable	43,526	41,234
Prepaid expenses	1,404	950
Other current assets	311	561
Total current assets	49,134	44,157
Property, plant, and equipment, net	485,041	369,861
Intangible assets, net	1,638	1,681
Other assets	7,850	4,686
Total assets	543,663	420,385
Current liabilities:		
Accounts payable	65,821	50,439
Interest payable	99	24
Current maturities of long term debt	17,490	17,490
Other current liabilities	6,442	4,983
Total current liabilities	89,852	72,936
Long term debt	235,673	190,790
Other non-current liabilities	421	21
Total liabilities	325,946	263,747
Commitments and contingencies (Note 12)		
Members' equity:		
Accumulated other comprehensive loss	(559)	
Accumulated deficit	(41,822)	(11,638)
Total members' equity	(41,039)	(10,165)
Total liabilities, preferred units and members' equity	543,663	420,385
Redeemable		
Preferred units:		
Preferred units	18,892	16,554
SERIES B REDEEMABLE PREFERRED UNITS		
Preferred units:		
Preferred units	46,622	
SERIES C REDEEMABLE PREFERRED UNITS		
Preferred units:		
Preferred units	31,423	
Preferred		
Preferred units:		
Preferred units	161,819	150,249
Common equity - Class A		

Members' equity:		
Common equity	1,313	1,416
Common equity - Class B		
Members' equity:		
Common equity	$ 29	$ 57

CONCENTRATION OF CREDIT RISK AND TRADE ACCOUNTS RECEIVABLE (Details) (Predecessor, USD $) In Thousands, unless otherwise specified	3 Months Ended		9 Months Ended	
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011
Consolidated revenue concentration				
Revenue	$ 118,150	$ 135,961	$ 344,469	$ 383,450
Formosa | Customer concentration | Consolidated revenue				
Consolidated revenue concentration				
Revenue	19,224	25,607	85,597	71,684
Sherwin | Customer concentration | Consolidated revenue				
Consolidated revenue concentration				
Revenue	$ 14,462	$ 21,249	$ 37,280	$ 63,519
Top ten customers | Customer concentration | Consolidated revenue				
Consolidated revenue concentration				
Concentration risk percentage	59.00%	72.80%	66.00%	73.50%
Number of top customers			10	

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (Predecessor, USD $) In Thousands, unless otherwise specified	9 Months Ended	
	Sep. 30, 2012	Sep. 30, 2011
Cash Flows From Operating Activities:		
Net income	$ 4,134	$ 4,233
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	12,860	8,621
Compensation expense under accrued liability awards	293	
Loss on extinguishment of debt		3,240
Deferred financing fees amortization	948	713
Gain on sale of property, plant and equipment		(522)
Unrealized derivatives loss	222	27
Changes in operating assets and liabilities:		
Accounts receivable	(2,292)	(1,942)
Prepaid expenses and other	(198)	(141)
Other non-current assets	(1,598)	(1,620)
Accounts payable	(166)	204
Interest payable	75	(1,779)
Accrued expenses and other liabilities	784	969
Net cash provided by operating activities	15,062	12,003
Cash Flows From Investing Activities:		
Capital expenditures	(112,450)	(76,172)
Acquisition of Enterprise Alabama Intrastate, LLC		(21,777)
Sale of property, plant and equipment		522
Net cash used in investing activities	(112,450)	(97,427)
Cash Flows From Financing Activities:		
Borrowings under revolving credit facility	88,500	9,500
Repayment of revolving credit facility	(30,500)	(9,500)
Proceeds under long-term debt		174,900
Repayment of long-term debt	(13,118)	(122,247)
Financing costs	(2,513)	(2,665)
Repayment of equity note		113
Repurchase and retirement of common units	(15,300)	
Net cash provided by financing activities	99,869	65,101
Net increase (decrease) in cash and cash equivalents	2,481	(20,323)
Cash and cash equivalents-Beginning of period	1,412	20,323
Cash and cash equivalents-End of period	3,893	
Cash paid for Interest	7,820	6,040
Cash paid for taxes	320	272

Non-cash transactions:		
Accounts payable related to capital expenditures	26,410	15,198
Redeemable		
Cash Flows From Financing Activities:		
Proceeds from issuance		15,000
Series B		
Cash Flows From Financing Activities:		
Proceeds from issuance	42,800	
Series C		
Cash Flows From Financing Activities:		
Proceeds from issuance	$ 30,000	

FAIR VALUE OF FINANCIAL INSTRUMENTS (Tables)	9 Months Ended Sep. 30, 2012
FAIR VALUE OF FINANCIAL INSTRUMENTS	
Schedule of the fair value of the interest rate cap and interest rate swap liabilities	The fair value of the interest rate cap and interest rate swap liabilities were as follows (in thousands):

	Fair value measurement as of	
	September 30, 2012	December 31, 2011
	Significant Other Observable Inputs (Level 2)	
Interest rate cap liability	$ —	$ 21
Interest rate swap liability	$ 748	$ —

DERIVATIVES	9 Months Ended Sep. 30, 2012

DERIVATIVES

DERIVATIVES

15. DERIVATIVES

In its normal course of business, the Predecessor periodically entered into month-ahead swap contracts to economically hedge its exposure to certain intra-month natural gas index pricing risk. There were no outstanding month-ahead swap contracts as of September 30, 2012 and total volume of month-ahead swap contracts outstanding as of December 31, 2011 was 372,000 MMBtu. The Predecessor defined the contracts as Level 2, as the index price associated with such contracts was observable and tied to the quoted first-of-the-month natural gas index price. The fair value of such contracts was immaterial as of September 30, 2012 and December 31, 2011.

The realized gains or losses on these derivatives, reported within Total Revenues were as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Realized gain / (loss) on derivatives	$ 144	$ (13)	$ 105	$ 83

On February 17, 2011, the Predecessor entered into an interest rate cap contract with Wells Fargo, N.A., effective March 31, 2011, for $80.0 million in notional value. The contract effectively capped the Predecessor's LIBOR-based interest rate on that portion of debt on a sliding scale that started at 1.51% as of March 31, 2011 and increased to 4.57% at the end of the contract on June 30, 2014. The notional amount of debt specified in the cap contract declines over time so that the amount of debt covered equated to $65.0 million, $43.0 million and $23.0 million at December 31, 2011, 2012, and 2013, respectively. The Predecessor did not designate the interest rate cap as a hedging instrument for accounting purposes and, thus, the realized and unrealized gains and losses were recognized in interest expense during the period. The Predecessor defined this contract as a fair value hierarchy of Level 2.

In March 2012, the Predecessor terminated the interest rate cap and entered into an interest rate swap contract with Wells Fargo, N.A. The interest rate swap has a notional value of $150.0 million, and a maturity date of June 30, 2014. The Predecessor receives a floating rate based upon one-month LIBOR and pays a fixed rate under the interest rate swap of 0.54%. The Predecessor designated the interest rate swap as a cash flow hedge for accounting purposes and, thus, to the extent the cash flow hedge was effective, unrealized gains and losses were recorded to accumulated other comprehensive income/(loss) and recognized in interest expense as the underlying hedged transactions (interest payments) were recorded. Any hedge ineffectiveness is recognized in interest expense immediately. The Predecessor did not have any hedge ineffectiveness during the period ended September 30, 2012. The Predecessor defined this contract as a fair value hierarchy of Level 2.

Based on current interest rates, the Predecessor estimated that approximately $0.3 million of hedging activity related to the interest rate swap contract will be reclassified from accumulated other comprehensive income/(loss) into results of operations within the next 12 months.

The amounts recognized in interest expense associated with derivatives that are not designated as hedging instruments were as follows (in thousands):

	Three months ended		Nine months ended	
	September 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011
Unrealized gain/(loss) on interest rate cap	$ —	$ 57	$ (222)	$ (27)
Realized loss on interest rate cap	$ —	$ (49)	$ —	$ (101)

The amounts recognized in interest expense associated with derivatives that are designated as hedging instruments were as follows (in thousands):

	Three months ended		Nine months ended	
	September 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011
(Loss) reclassified from accumulated other comprehensive loss to income/loss (effective portion)	$ (84)	$ —	$ (169)	$ —

The amount of change in value recognized in other comprehensive income/(loss) on the interest rate swap (effective portion) was as follows (in thousands):

	Three months ended		Nine months ended	
	September 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011
Change in value recognized in other comprehensive loss (effective portion)	$ (379)	$ —	$ (728)	$ —

DERIVATIVES (Tables) | **9 Months Ended Sep. 30, 2012**

DERIVATIVES

Schedule of realized gains or losses on these derivatives, reported within Total Revenues

The realized gains or losses on these derivatives, reported within Total Revenues were as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Realized gain / (loss) on derivatives	$ 144	$ (13)	$ 105	$ 83

Schedule of amounts recognized in interest expense associated with derivatives that are not designated as hedging instruments

The amounts recognized in interest expense associated with derivatives that are not designated as hedging instruments were as follows (in thousands):

	Three months ended		Nine months ended	
	September 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011
Unrealized gain/(loss) on interest rate cap	$ —	$ 57	$ (222)	$ (27)
Realized loss on interest rate cap	$ —	$ (49)	$ —	$ (101)

Schedule of amounts recognized in interest expense associated with derivatives that are designated as hedging instruments

The amounts recognized in interest expense associated with derivatives that are designated as hedging instruments were as follows (in thousands):

	Three months ended		Nine months ended	
	September 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011
(Loss) reclassified from accumulated other comprehensive loss to income/loss (effective portion)	$ (84)	$ —	$ (169)	$ —

Schedule of amount of change in value recognized in other comprehensive income/(loss) on the interest rate swap (effective portion)

The amount of change in value recognized in other comprehensive income/(loss) on the interest rate swap (effective portion) was as follows (in thousands):

	Three months ended		Nine months ended	
	September 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011
Change in value recognized in other comprehensive loss (effective portion)	$ (379)	$ —	$ (728)	$ —

SUBSEQUENT EVENTS	9 Months Ended Sep. 30, 2012

SUBSEQUENT EVENTS

SUBSEQUENT EVENTS

17. SUBSEQUENT EVENTS

Initial Public Offering

On November 7, 2012, the Partnership completed its IPO (See Note 1).

Subsequent Equity Issuance

On November 26, 2012, as contemplated in the IPO, the Partnership's underwriters exercised in full, their option to purchase 1,350,000 additional common units in the Partnership, at a price of $20.00 per common unit ($18.67 per common unit, net of underwriting discounts and structuring fees), generating net proceeds of approximately $25.2 million. The Partnership then used the net proceeds to purchase 1,350,000 common units in the Partnership from the Predecessor which were redeemed and retired. The redemption of the Partnership's common units reduced the Predecessor's direct ownership in the Partnership from 3,213,713 common units to 1,863,713 common units and increased the common units owned by the public from 9,000,000 common units to 10,350,000 common units. The Predecessor continues to own all of the subordinated units and all of the general partner units.

The Predecessor used a portion of the proceeds from the redemption of common units to pay the accumulated 18% priority return on the outstanding Series B Units which accrued from November 8, 2012 through November 26, 2012 and totaled $313,684. The remaining proceeds of approximately $24.9 million were used to redeem 2,489,081 Series B Units from the owners of the units, resulting in 858,717 Series B Units outstanding as of November 26, 2012.

CONDENSED CONSOLIDATED STATEMENTS OF MEMBERS' EQUITY (Predecessor, USD $) In Thousands, unless otherwise specified	Predecessor USD ($)	Predecessor Redeemable USD ($)	Predecessor Series B USD ($)	Predecessor Series C USD ($)	Predecessor Preferred USD ($)	Predecessor Common Units USD ($)	Predecessor Accumulated Deficit USD ($)	Predecessor Accumulated Deficit Redeemable USD ($)	Predecessor Accumulated Deficit Series B USD ($)	Predecessor Accumulated Deficit Series C USD ($)	Predecessor Accumulated Deficit Preferred USD ($)	Predecessor Accumulated Other Comprehensive Loss USD ($)
Balance at Dec. 31, 2010	$ (2,021)					$ 1,472	$ (3,493)					
Increase (Decrease) in Shareholders' Equity												
Net income	4,233						4,233					
Deemed dividend on:												
Preferred Units		(835)			(10,437)			(835)			(10,437)	
Balance at Sep. 30, 2011	(9,060)					1,472	(10,532)					
Balance at Jun. 30, 2011												
Increase (Decrease) in Shareholders' Equity												
Net income	199											
Deemed dividend on:												
Preferred Units		(688)			(3,603)							
Balance at Sep. 30, 2011	(9,060)					1,472						
Balance at Dec. 31, 2011	(10,165)					1,473	(11,638)					
Increase (Decrease) in Shareholders' Equity												
Net income	4,134						4,134					
Net effect of cash flow hedges	(559)											(559)
Deemed dividend on:												
Preferred Units		(2,339)	(3,822)	(1,423)	(11,564)			(2,339)	(3,822)	(1,423)	(11,564)	
Repurchase and retirement of common units	(15,301)					(131)	(15,170)					
Balance at Sep. 30, 2012	(41,039)					1,342	(41,822)					(559)
Balance at Jun. 30, 2012												
Increase (Decrease) in Shareholders' Equity												
Net income	(4,041)											
Deemed dividend on:												
Preferred Units		(820)	(2,038)	(1,364)	(3,978)							
Balance at Sep. 30, 2012	$ (41,039)											

CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) (Predecessor)	Sep. 30, 2012	Dec. 31, 2011
Common equity - Class A		
Common equity		
Common equity, units authorized	1,313,445	1,415,729
Common equity, units outstanding	1,313,445	1,415,729
Common equity - Class B		
Common equity		
Common equity, units authorized	28,639	57,279
Common equity, units outstanding	28,639	57,279

CONCENTRATION OF CREDIT RISK AND TRADE ACCOUNTS RECEIVABLE	9 Months Ended Sep. 30, 2012
CONCENTRATION OF CREDIT RISK AND TRADE ACCOUNTS RECEIVABLE	
CONCENTRATION OF CREDIT RISK AND TRADE ACCOUNTS RECEIVABLE	**10. CONCENTRATION OF CREDIT RISK AND TRADE ACCOUNTS RECEIVABLE**

The Company's markets are in Texas, Alabama and Mississippi. The Predecessor has a concentration of trade accounts receivable due from customers engaged in the purchase and sale of natural gas and NGL products, and other services. These concentrations of customers may affect our overall credit risk in that these customers may be similarly affected by changes in economic, regulatory or other factors. The Company analyzes customers' historical financial and operational information prior to extending credit.

Formosa Hydrocarbons Company, Inc. ("Formosa") was a significant customer for both the three and nine months ended September 30, 2012 and 2011, respectively. The contract with Formosa expires in 2013 and the Company does not expect to renew the contract. We anticipate that we will have the ability to take the same natural gas volume from our producers and process it at our own facilities, in particular at our new Woodsboro processing facility.

During 2011 Sherwin Alumina Company ("Sherwin") also was a significant customer for both the three and nine month periods ended September 30, 2011.

Consolidated revenue attributed to Formosa and Sherwin was as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	**2011**	**2012**	**2011**
Formosa	$ 19,224	$ 25,607	$ 85,597	$ 71,684
Sherwin	$ 14,462	$ 21,249	$ 37,280	$ 63,519

The Company's ten largest customers represented 59.0% and 72.8% of consolidated revenue for the three month period ended September 30, 2012 and 2011, respectively. For the nine month periods ended September 30, 2012 and 2011, the Company's ten largest customers represented 66.0% and 73.5% of consolidated revenue, respectively.

The Company did not record a provision for uncollectable accounts receivable as of September 30, 2012 and December 31, 2011.

Document and Entity Information	9 Months Ended Sep. 30, 2012	Dec. 10, 2012 Common Units	Dec. 10, 2012 Subordinated units	Dec. 10, 2012 General Partner Units
Entity Registrant Name	Southcross Energy Partners, L.P.			
Entity Central Index Key	0001547638			
Document Type	10-Q			
Document Period End Date	Sep. 30, 2012			
Amendment Flag	false			
Current Fiscal Year End Date	--12-31			
Entity Current Reporting Status	No			
Entity Filer Category	Non-accelerated Filer			
Entity Common Stock, Shares Outstanding		12,213,713	12,213,713	498,518
Document Fiscal Year Focus	2012			
Document Fiscal Period Focus	Q3			

TOTAL REVENUE

9 Months Ended
Sep. 30, 2012

TOTAL REVENUE

TOTAL REVENUE

11. TOTAL REVENUE

The Predecessor had revenue consisting of the following categories (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Sales of natural gas	$ 80,290	$ 106,609	$ 217,484	$ 294,103
Sales of NGLs and condensate	26,487	22,119	94,133	69,068
Transportation, gathering and processing fees	11,290	7,161	32,573	19,586
Other	83	72	279	693
Total revenue	$ 118,150	$ 135,961	$ 344,469	$ 383,450

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (Predecessor, USD $) In Thousands, except Share data, unless otherwise specified	3 Months Ended		9 Months Ended	
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011
Total revenue				
Total revenue	$ 118,150	$ 135,961	$ 344,469	$ 383,450
Expenses:				
Cost of natural gas and liquids sold	103,073	122,489	289,277	339,614
Operations and maintenance	8,890	6,471	24,469	16,764
Depreciation and amortization	5,522	3,019	12,860	8,621
General and administrative	3,351	2,498	8,987	6,725
Total expenses	120,836	134,477	335,593	371,724
(Loss) Income from operations	(2,686)	1,484	8,876	11,726
Loss on extinguishment of debt				(3,240)
Interest expense	(1,362)	(1,251)	(4,493)	(4,053)
(Loss) Income before income tax expense	(4,048)	233	4,383	4,433
Income Tax benefit (expense)	7	(34)	(249)	(200)
Net (loss) income	(4,041)	199	4,134	4,233
Less deemed dividend on:				
Net loss attributable to common unitholders	(12,241)	(4,092)	(15,014)	(7,039)
Net per unit-(basic and diluted) (in dollars per unit)	$ (10.09)	$ (3.36)	$ (12.36)	$ (5.81)
Weighted average number of common units outstanding	1,213,496	1,216,301	1,214,321	1,211,515
Redeemable				
Less deemed dividend on:				
Preferred Units	(820)	(688)	(2,339)	(835)
Series B				
Less deemed dividend on:				
Preferred Units	(2,038)		(3,822)	
Series C				
Less deemed dividend on:				
Preferred Units	(1,364)		(1,423)	
Preferred				
Less deemed dividend on:				
Preferred Units	$ (3,978)	$ (3,603)	$ (11,564)	$ (10,437)

INTANGIBLE ASSETS	9 Months Ended Sep. 30, 2012

INTANGIBLE ASSETS

INTANGIBLE ASSETS

5. INTANGIBLE ASSETS

Intangible assets of $1.6 million and $1.7 million as of September 30, 2012 and December 31, 2011, respectively, represent the value assigned to the long term supply and gathering contracts assumed by the Predecessor in the EAI acquisition. The majority of assumed contracts are life of lease, and the Predecessor determined that the useful economic lives of the underlying producing leases were at least as long as the expected life of the acquired pipelines. These intangible assets are amortized on a straight line basis over the 30 year expected useful lives of the contracts. Amortization expense related to intangible assets for the periods presented was not material.

PROPERTY, PLANT, AND EQUIPMENT	9 Months Ended Sep. 30, 2012

PROPERTY, PLANT, AND EQUIPMENT

PROPERTY, PLANT, AND EQUIPMENT

4. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment consisted of the following (in thousands):

Description	Useful life	September 30, 2012	December 31, 2011
Pipeline	30	$ 232,469	$ 230,866
Gas processing, treating and other plants	15	145,197	36,990
Compressors	7	19,241	16,078
Rights of way	15	20,729	20,249
Furniture, fixtures and equipment	5	3,050	2,814
Total property, plant and equipment		$ 420,686	$ 306,997
Accumulated depreciation and amortization		(40,365)	(27,547)
Total		$ 380,321	$ 279,450
Construction in progress		100,978	86,189
Land and other		3,742	4,222
Net property, plant and equipment		**$ 485,041**	**$ 369,861**

Depreciation is provided using the straight-line method based on the estimated useful life of each asset.

Costs related to projects during construction, including interest on funds borrowed to finance the construction of facilities, are capitalized as construction in progress. For the three months ended September 30, 2012 and 2011, the Predecessor capitalized interest of $2.2 million and $0.6 million, respectively. For the nine months ended September 30, 2012 and 2011, the Predecessor capitalized interest of $4.5 million and $0.9 million, respectively.

PHANTOM UNITS AND EQUITY EQUIVALENT UNITS	9 Months Ended Sep. 30, 2012
PHANTOM UNITS AND EQUITY EQUIVALENT UNITS	
PHANTOM UNITS AND EQUITY EQUIVALENT UNITS	**16. PHANTOM UNITS AND EQUITY EQUIVALENT UNITS** The Predecessor provided to certain key non-officer employees equity incentive units ("Phantom Units") in the Predecessor. The Phantom Units vest upon the occurrence of a change in control where more than 50% of the voting power of the Predecessor changes hands, or upon the occurrence of a liquidity event where, through the sale of some portion of its ownership, the majority owner of the Predecessor achieves or exceeds a targeted rate of return on its original investment. The changes in structure and ownership as a result of the IPO did not create a change of control event under the vesting terms of the Phantom Units. The number of Phantom Units earned and eligible for vesting increases over a period of years or through the achievement of certain rates of return by the majority owner of the Predecessor or a combination thereof. As of September 30, 2012 and December 31, 2011, no fair value was attributable to the Phantom Units. No compensation expense associated with these units was recorded during the nine months ended September 30, 2012 or September 30, 2011. As of September 30, 2012 and December 31, 2011, the number of authorized and issued Phantom Units was 10,832. On April 1, 2012, the Predecessor granted 15,000 equity equivalent units ("EEUs") to a member of management. Each individual EEU is equivalent in economic value to one Class A Common Unit of the Predecessor on a fully diluted basis. The EEUs will vest over a three year period in equal annual installments, and do not represent ownership in the equity of the Predecessor but rather cash incentive compensation and therefore represent liability awards which will be recorded at fair value. The Predecessor believes it is probable that such EEUs will vest, and thus recognized $0.1 million and $0.3 million in compensation expense, reported within general and administrative expense, on such units during the three and nine months ended September 30, 2012.

COMMITMENTS AND CONTINGENCIES	9 Months Ended Sep. 30, 2012
COMMITMENTS AND CONTINGENCIES.	
COMMITMENTS AND CONTINGENCIES	**12. COMMITMENTS AND CONTINGENCIES**

Leases

The Company has a non-cancelable lease for its office facilities in Dallas, Texas which expires August 16, 2016. Rent expense related to the lease was as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Rent expense	$ 75	$ 75	$ 229	$ 200

Outstanding commitments related to expansion projects

During 2011, the Predecessor commenced construction of a new 200 MMcf/d Woodsboro processing plant in Refugio County, Texas. The Predecessor completed construction and commenced operations in July 2012 with capitalized costs of $104.9 million. In addition, during November 2011, the Predecessor finalized the acquisition of an existing fractionation plant and entered into contracts to refurbish and install this equipment at its Bonnie View site. In July 2012, the Predecessor announced an expansion of the Bonnie View fractionator with a target completion during February 2013. As of September 30, 2012, the Predecessor had $25.9 million in commitments outstanding for expansion projects.

MEMBERS' EQUITY	9 Months Ended Sep. 30, 2012

MEMBERS' EQUITY.

MEMBERS' EQUITY

8. MEMBERS' EQUITY

As of September 30, 2012, the Predecessor's common equity was comprised of 1,313,445 Class A common units, of which 114,580 were unvested, and 28,639 Class B units, of which 11,456 were unvested. As of December 31, 2011, the Predecessor's common equity was comprised of 1,415,729 Class A common units, of which 217,483 were unvested, and 57,279 Class B units, of which 34,367 were unvested. The Class B units have the same distribution and liquidation rights as the Class A common units; however, they do not have voting rights. All Class A common units and Class B units were purchased for, and have a par value of, $1.00 per unit.

Certain of the Class A common units and all of the Class B units contain time- and performance-vesting conditions. Time-vesting units vest ratably over five years subject to certain accelerated vesting based primarily on change of control or certain termination causes. Performance-vesting units will vest, if at all, upon Charlesbank attaining certain investment multiples and internal rates of return in connection with a liquidity event. Both the time- and performance-vesting units require continued employment through any vesting date. The change in structure and ownership as a result of the IPO did not create a change of control event under the terms of the time- and performance-vesting units.

There was no compensation expense incurred for the time- or performance-vesting units as the prices paid for the units were equal to the fair value of the units on the date purchased. Upon an employee's termination of employment, any unvested incentive units are subject to the Predecessor's right, but not obligation, to repurchase such units at the employee's initial acquisition cost (or less in certain circumstances).

On August 6, 2009, five members of the Predecessor's management team purchased, directly or indirectly through Estrella Energy, LP, Class A common units and Class B units along with Charlesbank, for the same value as Charlesbank, ($1.00 per unit). Estrella Energy, LP was partially owned by a non-management third-party, and thus a portion of the time- and performance-based units ("Third-Party Units") owned by Estrella Energy, LP were owned indirectly by the non-management third-party. On March 20, 2012, Estrella Energy, LP was dissolved and the Predecessor purchased and retired the Third-Party Units for $15.3 million. Management did not receive any consideration in connection with such repurchase.

The following table provides information regarding the Predecessor's outstanding time- and performance-vesting incentive units held by management as of September 30, 2012:

	Number of units purchased, subject to		Number of units vested, subject to	
	Time	Performance	Time	Performance
Class A	3,096	113,342	1,858	—
Class B	28,639	—	17,183	—

Long Term Incentive Plan

As of September 30, 2012, the Predecessor did not have any long term incentive plans or units authorized for issuance under unit-based compensation plans. Subsequent to September 30, 2012 and in connection with the IPO, the Partnership established a long term incentive plan and granted 146,000 phantom units with distribution equivalent rights (See Note 1).

Earnings Per Unit

The Predecessor has included a calculation for earnings per common unit for all periods presented in which common units were outstanding. The Predecessor calculates earnings per common unit by first deducting the amount of cumulative returns on all classes of redeemable preferred and preferred units from net income and dividing the result by the weighted average number of vested common units. For both periods presented in which common units were outstanding, no unvested common units were included in the computation of the diluted per-unit amount because all would have been anti-dilutive to the net loss per common unit.

OTHER ASSETS	9 Months Ended Sep. 30, 2012

OTHER ASSETS

OTHER ASSETS

6. OTHER ASSETS

Other assets consisted of the following (in thousands):

Description	September 30, 2012	December 31, 2011
Deferred financing costs	$ 3,721	$ 2,155
Prepaid offering costs	3,599	2,040
Other	530	491
Total other assets	**$ 7,850**	**$ 4,686**

The Predecessor deferred certain costs and fees incurred in conjunction with its financing under its credit agreement dated June 10, 2011 (the "Credit Agreement"). These deferred costs were being amortized to interest expense over the five-year term of the Credit Agreement.

The Predecessor incurred $2.3 million in costs as a result of entering into an amendment of the Credit Agreement on February 7, 2012, which modified the existing agreement. These deferred financing costs, along with the then existing unamortized deferred financing costs of $2.2 million, are being amortized over the remaining life of the Credit Agreement through the maturity date of June 10, 2016 and were reflected in Other Assets. Amortization of deferred financing costs was as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Amortization of deferred financing costs	$ 322	$ 173	$ 947	$ 713

LONG TERM DEBT

LONG TERM DEBT	9 Months Ended Sep. 30, 2012

LONG TERM DEBT
LONG TERM DEBT

7. LONG TERM DEBT

For the nine months ended September 30, 2012, the Predecessor had weighted average borrowings outstanding under the Credit Agreement of $236.3 million at an effective average interest rate of 3.85%. For the nine months ended September 30, 2011, the Predecessor had weighted average borrowings outstanding under the Credit Agreement of $131.7 million at an effective average interest rate of 3.64%. As of September 30, 2012, the Predecessor had an outstanding term loan of $150.2 million with a LIBOR based interest rate of 4.47% and a revolver loan of $103.0 million with an effective interest rate of 4.47%, excluding the effects of any hedging. As of September 30, 2012, the Predecessor was in compliance with all of its financial loan covenants.

Amendment to the Credit Agreement—February 7, 2012

On February 7, 2012, the Predecessor entered into the first amendment of the Credit Agreement. The amendment was accounted for as a modification of an existing debt agreement and was entered into in order to modify the covenants to reflect the Predecessor's need for expansion capital to support its growth plans. This amendment did not change the term loan or revolver loan capacity, but eased financial covenant measures and modified loan pricing for when the Predecessor's leverage ratio was greater than 5.0 times.

On November 7, 2012, the Partnership, in connection with the IPO, assumed and repaid $270.0 million, representing all of the Predecessor's outstanding debt under the Credit Agreement at that time (See Note 1).

Additionally, in connection with the closing of the IPO, the Partnership entered into a $350.0 million senior secured credit facility with Wells Fargo Bank, N.A., and a syndicate of lenders (the "Senior Secured Credit Facility"). The Partnership utilized the Senior Secured Credit Facility to fund fees and expenses incurred in connection with the IPO and for the repayment of a portion of the Predecessor's debt.

The Partnership may utilize the Senior Secured Credit Facility for working capital requirements and capital expenditures, the purchase of assets, the payment of distributions, repurchase of units and general purposes of the Partnership. The interest rate on this facility as of the IPO date was LIBOR plus 3.25%. The Senior Secured Credit Facility matures on November 7, 2017, the fifth anniversary of the IPO closing date.

In addition, the Senior Secured Credit Facility includes a sublimit of up to $75.0 million for letters of credit. Substantially all of the Partnership's assets are pledged as collateral under the Senior Secured Credit Facility. The Senior Secured Credit Facility contains various covenants and restrictive provisions and also requires maintenance of certain financial and operational covenants including but not limited to the following:

- prior to exercising a one-time covenant election in connection with the issuance of certain unsecured notes, a consolidated total leverage ratio (generally defined as debt to EBITDA, as adjusted) of not more than 5.25 to 1.00 with step downs as set forth in the Senior Secured Credit Facility, and a consolidated interest coverage ratio of not less than 2.75 to 1.00. The requirement to maintain a certain consolidated total leverage ratio is subject to a provision for increases to 5.00 to 1.00 in connection with certain future acquisitions;

- upon exercising a one-time covenant election in connection with the issuance of certain unsecured notes, a consolidated total leverage ratio of not more than 5.25 to 1.00, a consolidated senior secured leverage ratio of not more than 3.50 to 1.00 and a consolidated interest coverage ratio of not less than 2.75 to 1.00;

- by December 31, 2012 the Bonnie View fractionation facility must have processed at least an average of 7,000 Bbls/d per day over a period of seven consecutive days; and

- by December 31, 2012 the Woodsboro gas processing facility must have processed at least an average of 80 MMcf/d per day over a period of seven consecutive days.

PREDECESSOR PREFERRED UNITS	9 Months Ended Sep. 30, 2012

PREDECESSOR PREFERRED UNITS

PREDECESSOR PREFERRED UNITS

9. PREDECESSOR PREFERRED UNITS

Preferred Units

As of September 30, 2012 and December 31, 2011, the Predecessor's cumulative preferred units were comprised of 11,850,374 units with a par value of $10 per unit, which accrued value (in the form of additional preferential rights to receive distributions) at a rate of 10% per annum, compounded quarterly. The cumulative preferred units remain the obligation of the Predecessor and were not conveyed to the Partnership in connection with the IPO.

Except in the case of cash distributions made for the purpose of paying federal income taxes, which are made to both preferred and common equity owners in direct proportion to the owners' respective share of taxable income, owners of the preferred equity receive cash distributions before owners of common equity. The cumulative preferred units and their cumulative return are subordinated to all redeemable preferred units and their cumulative return as discussed below. With the exception of cash distributions for federal income tax purposes, the Credit Agreement included certain covenants that restricted the Predecessor's ability to pay cash dividends to its owners. The Predecessor adjusts the carrying value of the Preferred Units to reflect the cumulative right to receive distributions on a quarterly basis. As of September 30, 2012 and December 31, 2011, the preferred units' cumulative right to receive future cash distributions was $43.3 million and $31.8 million, respectively, as a result of the cumulative preferred return on such units.

Redeemable Preferred Units

On June 10, 2011, in connection with the Predecessor entering into its Credit Agreement, Charlesbank and certain of the Predecessor's existing investors contributed a total of $15.0 million in exchange for 1.5 million Redeemable Preferred Units. The Redeemable Preferred Units have a par value of $10 per unit and accrue value (in the form of an additional preferential right to receive distributions) at a rate of 18% per annum, compounded quarterly. These Redeemable Preferred Units could be redeemed in whole or in part at any time, or would be redeemed by the Predecessor promptly after the satisfaction of all obligations under the Credit Agreement, to the extent of available funds. The Predecessor adjusts the carrying value of the Redeemable Preferred Units to reflect the cumulative right to receive distributions on a quarterly basis. As of September 30, 2012 and December 31, 2011, the right of the Redeemable Preferred Units to receive future cash distributions included an additional $3.9 million and $1.6 million, respectively, as a result of the cumulative preferred return on such units. The Redeemable Preferred Units and their cumulative return remain the obligation of the Predecessor and were not conveyed to the Partnership in connection with the IPO.

Series B Redeemable Preferred Units

On March 20, 2012, Charlesbank and certain of the Predecessor's existing investors contributed $25.3 million and an affiliate of Wells Fargo Securities, LLC contributed $10.0 million to the Predecessor in exchange for 2.53 million units and 1.0 million units, respectively, of a new, Series B class, of Redeemable Preferred Units ("Series B Units"). On June 26, 2012, Charlesbank and certain of the Predecessor's existing investors contributed $7.5 million to the Predecessor in exchange for 0.75 million Series B Units.

On September 30, 2012, the Series B Units were comprised of 4.28 million units with a par value of $10 per unit, which accrue value (in the form of an additional preferential right to receive distributions) at a rate of 18% per annum, compounded quarterly. The Series B Units could be redeemed by the Predecessor in whole or in part at any time, or would be redeemed by the Predecessor promptly after the satisfaction of all its obligations under the Credit Agreement, to the extent of available funds. The Series B Units and their cumulative return remain the obligation of the Predecessor and were not conveyed to the Partnership in connection with the IPO. The Predecessor adjusts the carrying value of the Series B Units to reflect the cumulative right to receive distributions on a quarterly basis. As of September 30, 2012, the Series B Units' right to receive future cash distributions included $3.8 million as a result of the cumulative preferred return.

Series C Redeemable Preferred Units

On June 26, 2012, Charlesbank and certain of the Predecessor's existing investors and other institutional investors contributed $30.0 million to the Predecessor in exchange for 3.0 million units of a new, Series C class, of Redeemable Preferred Units ("Series C Units"). As of September 30, 2012, the Series C Units were comprised of 3.0 million units with a par value of $10 per unit, which accrue value (in the form of an additional preferential right to receive distributions) at a rate of 18% per annum, compounded quarterly. As of September 30, 2012, the Series C Units' right to receive future cash distributions included $1.4 million as a result of the cumulative preferred return. The Series C Units and their cumulative return remain the obligation of the Predecessor and were fully redeemed in connection with the IPO (See Note 1).

None of the Preferred Units and Redeemable Preferred Units were conveyed in the IPO, and remain the obligation of the Predecessor. The order of priority of the classes of Redeemable Preferred Units is as follows:

- Series C Units and their cumulative return are senior to the Series B Units and their cumulative return;
- Series B Units and their cumulative return are senior to the Redeemable Preferred Units and their cumulative return; and
- Redeemable Preferred Units and their cumulative return are senior to the Preferred Units.

Subsequent to September 30, 2012, the Predecessor paid $71.2 million from proceeds related to the IPO and the Over-Allotment Option to the owners of Series B Units and Series C Units for the accumulated 18% priority return on both Series B Units and Series C Units and redeemed all of the outstanding Series C Units and approximately 80% of the outstanding Series B Units.

RELATED PARTY TRANSACTIONS (Tables)	9 Months Ended Sep. 30, 2012
RELATED PARTY TRANSACTIONS	
Schedule of management services expense	The Predecessor’s management services expense related to the Charlesbank Agreement was as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Management services expense	$ 218	$ 150	$ 518	$ 450

PHANTOM UNITS AND EQUITY EQUIVALENT UNITS (Details) (Predecessor, USD $) In Millions, except Share data, unless otherwise specified			9 Months Ended	3 Months Ended	9 Months Ended	
	Sep. 30, 2012 Phantom Units	Dec. 31, 2011 Phantom Units	Sep. 30, 2012 Phantom Units Minimum	Sep. 30, 2012 EEUs	Sep. 30, 2012 EEUs	Apr. 01, 2012 EEUs
Phantom units and equity equivalent units						
Percentage of voting power that must change hands resulting in a change in control for the awards to vest			50.00%			
Number of authorized and issued awards (in units)	10,832	10,832				15,000
Vesting period					3 years	
Compensation expense				$ 0.1	$ 0.3	

FAIR VALUE OF FINANCIAL INSTRUMENTS	9 Months Ended Sep. 30, 2012
FAIR VALUE OF FINANCIAL INSTRUMENTS	
FAIR VALUE OF FINANCIAL INSTRUMENTS	

14. FAIR VALUE OF FINANCIAL INSTRUMENTS

Accounting standards related to the determination of fair value define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Predecessor used the market approach for recurring fair value measurements and to maximize the use of observable inputs and minimize the use of unobservable inputs.

The Predecessor categorized the assets or liabilities recorded at fair value based upon the following fair value hierarchy:

- Level 1 valuations use quoted prices in active markets for identical assets or liabilities that are accessible at the measurement date. An active market is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

- Level 2 valuations use inputs, in the absence of actively quoted market prices that are observable for the asset or liability, either directly or indirectly. Level 2 inputs include: (a) quoted prices for similar assets or liabilities in active markets, (b) quoted prices for identical or similar assets or liabilities in markets that are not active, (c) inputs other than quoted prices that are observable for the asset or liability such as interest rates and yield curves observable at commonly quoted intervals and (d) inputs that are derived principally from or corroborated by observable market data by correlation or other means.

- Level 3 valuations use unobservable inputs for the asset or liability. Unobservable inputs are used to the extent observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. The Predecessor used the most meaningful information available from the market combined with internally developed valuation methodologies to develop the best estimate of fair value.

The carrying amount reported in the condensed consolidated balance sheet for cash and cash equivalents, trade accounts receivable and trade accounts payable approximates fair value due to the short maturity of these instruments.

The Predecessor determined that the fair value of its debt as of September 30, 2012 and December 31, 2011 approximates book value as there has been no significant change in market conditions or debt pricing affecting the Predecessor.

In its normal course of business, the Company periodically enters into month-ahead swap contracts to economically hedge its exposure to certain intra-month natural gas index pricing risk.

The current portion of the interest rate swap liability of $0.3 million was included within other current liabilities, and the non-current portion of the interest rate swap liability of $0.4 million was included within other non-current liabilities as of September 30, 2012. The interest rate cap liability was included within other non-current liabilities as of December 31, 2011.

The fair value of the interest rate cap and interest rate swap liabilities were as follows (in thousands):

	Fair value measurement as of	
	September 30, 2012	December 31, 2011
	Significant Other Observable Inputs (Level 2)	
Interest rate cap liability	$ —	$ 21
Interest rate swap liability	$ 748	$ —

ORGANIZATION AND BASIS OF PRESENTATION (Tables)	9 Months Ended Sep. 30, 2012
ORGANIZATION AND BASIS OF PRESENTATION	
Schedule of ownership structure	

Description	Percentage Ownership
Public Common Units	41.5%
Southcross Energy LLC:	
Common Units	7.5%
Subordinated Units	49.0%
General Partner Interest	2.0%
Total	**100.0%**

FAIR VALUE OF FINANCIAL INSTRUMENTS (Details) (Predecessor, USD $)	Sep. 30, 2012 Interest rate swap liability	Dec. 31, 2011 Recurring basis Significant Other Observable Inputs (Level 2) Interest rate cap liability	Sep. 30, 2012 Recurring basis Significant Other Observable Inputs (Level 2) Interest rate swap liability
Fair value of financial instruments			
Fair value measurement		$ 21,000	$ 748,000
Derivative liability, current	300,000		
Derivative liability, non-current	$ 400,000		

OTHER ASSETS (Details) (Predecessor, USD $)	3 Months Ended		9 Months Ended				7 Months Ended	
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011	Feb. 06, 2012	Dec. 31, 2011	Dec. 31, 2011 Credit Agreement	Feb. 07, 2012 Credit Agreement
OTHER ASSETS								
Deferred financing costs	$ 3,721,000		$ 3,721,000		$ 2,200,000	$ 2,155,000		
Prepaid offering costs	3,599,000		3,599,000			2,040,000		
Other	530,000		530,000			491,000		
Total other assets	7,850,000		7,850,000			4,686,000		
Amortization period							5 years	
Financing costs incurred								2,300,000
Amortization of deferred financing costs	$ 322,000	$ 173,000	$ 948,000	$ 713,000				

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS) INCOME (Predecessor, USD $) In Thousands, unless otherwise specified	3 Months Ended		9 Months Ended	
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011
Predecessor				
Net (loss) income				
Net (loss) income	$ (4,041)	$ 199	$ 4,134	$ 4,233
Other comprehensive (loss) income				
Hedging losses reclassified to earnings	84		169	
Adjustment in fair value of derivatives	(379)		(728)	
Total other comprehensive loss	(295)		(559)	
Comprehensive (loss) income	$ (4,336)	$ 199	$ 3,575	$ 4,233

ACQUISITIONS

ACQUISITIONS
ACQUISITIONS

9 Months Ended
Sep. 30, 2012

3. ACQUISITIONS

Enterprise Alabama Intrastate, LLC

The Predecessor completed the acquisition of Enterprise Alabama Intrastate, LLC ("EAI") from Enterprise GTM Holdings L.P. for $21.8 million on September 1, 2011. EAI owns approximately 388 miles of two to sixteen inch natural gas pipeline assets located in northwest and central Alabama, provides gathering, transportation and compression services and engages in the purchase and sale of natural gas. EAI's identifiable assets acquired and liabilities assumed by the Predecessor were recorded based upon the fair values determined on the date of acquisition.

The fair values of the EAI property, plant and equipment were determined based upon assumptions related to expected future cash flows, discount rates and asset lives using currently available information. The Company utilized a mix of the cost, income and market approaches in determining the estimated fair values of such assets. The fair value measurements and models are classified as non-recurring level 3 measurements consistent with accounting standards related to the determination of fair value.

The Predecessor completed its assessment of the fair value of the assets acquired and liabilities assumed as of March 31, 2012 and determined the consideration given was equal to the fair value of net assets acquired; thus, no goodwill was recorded.

The reconciliation of the fair values of the assets acquired and liabilities assumed related to the EAI purchase price was as follows (in thousands):

Purchase Price - Cash	**$ 21,777**
Fair Value of Identifiable Assets Acquired	
Current assets	$ 3,374
Property, plant and equipment	19,300
Intangible assets	1,700
Total assets acquired	$ 24,374
Current liabilities	2,597
Total liabilities assumed	2,597
Net identifiable assets acquired	**$ 21,777**

The Predecessor attributed $1.7 million to intangible assets associated with long term supply and gathering contracts assumed in the acquisition (See Note 5).

In the third quarter of 2011, the Predecessor expensed $0.2 million of transaction costs associated with the acquisition of EAI. These costs are reported within general and administrative expenses.

The following unaudited pro forma financial information of the Predecessor assumes that the EAI acquisition occurred on January 1, 2011 and includes adjustments for income from operations, including depreciation and amortization, as well as the effects of financing the acquisition (in thousands, except unit information):

	Three months ended September 30, 2011		Nine months ended September 30, 2011	
	Predecessor	**Combined**	**Predecessor**	**Combined**
Total revenue	$ 135,961	$ 141,844	$ 383,450	$ 408,453
Net income	$ 199	$ 123	$ 4,233	$ 4,891
Net loss attributable to common unitholders	$ (4,092)	$ (4,168)	$ (7,039)	$ (6,381)
Net loss per unit - (basic and diluted)	$ (3.37)	$ (3.43)	$ (5.81)	$ (5.27)

The unaudited pro forma information is not necessarily indicative of what the Predecessor's results of operations would have been if the transaction had occurred on that date, or what the Partnership's financial position or results from operations will be for any future periods.

Both revenue and net income generated by EAI are immaterial for the period between the EAI acquisition date (September 1, 2011) and September 30, 2011.

ACQUISITIONS (Tables)

9 Months Ended Sep. 30, 2012

ACQUISITIONS

Schedule of reconciliation of the fair values of the assets acquired and liabilities assumed related to the EAI purchase price

The reconciliation of the fair values of the assets acquired and liabilities assumed related to the EAI purchase price was as follows (in thousands):

Purchase Price - Cash	**$ 21,777**
Fair Value of Identifiable Assets Acquired	
Current assets	$ 3,374
Property, plant and equipment	19,300
Intangible assets	1,700
Total assets acquired	$ 24,374
Current liabilities	2,597
Total liabilities assumed	2,597
Net identifiable assets acquired	**$ 21,777**

Schedule of unaudited pro forma financial information Predecessor includes adjustments for income from operations, including depreciation and amortization

The following unaudited pro forma financial information of the Predecessor assumes that the EAI acquisition occurred on January 1, 2011 and includes adjustments for income from operations, including depreciation and amortization, as well as the effects of financing the acquisition (in thousands, except unit information):

	Three months ended September 30, 2011		Nine months ended September 30, 2011	
	Predecessor	**Combined**	**Predecessor**	**Combined**
Total revenue	$ 135,961	$ 141,844	$ 383,450	$ 408,453
Net income	$ 199	$ 123	$ 4,233	$ 4,891
Net loss attributable to common unitholders	$ (4,092)	$ (4,168)	$ (7,039)	$ (6,381)
Net loss per unit - (basic and diluted)	$ (3.37)	$ (3.43)	$ (5.81)	$ (5.27)

ACQUISITIONS (Details) (Predecessor, USD $)	3 Months Ended		9 Months Ended		0 Months Ended	3 Months Ended	9 Months Ended	0 Months Ended	
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012	Sep. 30, 2011	Sep. 01, 2011 EAI mi	Sep. 30, 2011 EAI	Sep. 30, 2011 EAI	Sep. 01, 2011 EAI Minimum in	Sep. 01, 2011 EAI Maximum in
ACQUISITIONS									
Purchase price					$ 21,800,000				
Length of natural gas pipeline assets acquired (in miles)					388				
Diameter of natural gas pipeline assets acquired (in inches)								2	16
Purchase Price - Cash									
Purchase Price - Cash					21,777,000				
Fair value of identifiable assets acquired									
Current assets					3,374,000				
Property, plant and equipment					19,300,000				
Intangible assets					1,700,000				
Total assets acquired					24,374,000				
Current liabilities					2,597,000				
Total liabilities assumed					2,597,000				
Net identifiable assets acquired					21,777,000				
Transaction costs associated with acquisition					200,000				
Pro-forma Predecessor									
Revenue	118,150,000	135,961,000	344,469,000	383,450,000					
Net income	(4,041,000)	199,000	4,134,000	4,233,000					
Net loss attributable to common unitholders	(12,241,000)	(4,092,000)	(15,014,000)	(7,039,000)					
Net loss per unit (basic and diluted) (in dollars per share)	$ (10.09)	$ (3.36)	$ (12.36)	$ (5.81)					
Pro-forma Combined									
Total revenue						141,844,000	408,453,000		
Net income						123,000	4,891,000		
Net loss attributable to common unitholders						$ (4,168,000)	$ (6,381,000)		
Net loss per unit - (basic)						$ (3.43)	$ (5.27)		
Net loss per unit - (diluted)						$ (3.43)	$ (5.27)		

RELATED PARTY TRANSACTIONS	9 Months Ended Sep. 30, 2012
RELATED PARTY TRANSACTIONS	
RELATED PARTY TRANSACTIONS	

13. RELATED PARTY TRANSACTIONS

Charlesbank

Charlesbank provided certain management services to the Predecessor under the terms of an agreement ("Charlesbank Agreement") which specified an annual management fee of $0.6 million, plus expenses. The Predecessor expensed such services, which are reported within general and administrative expenses; however, the payment of these fees was not allowed under the Predecessor's Credit Agreement, as amended, for the nine-month period ended September 30, 2012 (See Note 7). Therefore, no payments under the Charlesbank Agreement were made during the nine months ended September 30, 2012. Additionally, in connection with the IPO, the Charlesbank Agreement was terminated. The Predecessor's management services expense related to the Charlesbank Agreement was as follows (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2012	2011	2012	2011
Management services expense	$ 218	$ 150	$ 518	$ 450

Wells Fargo Bank, N.A.

The Predecessor entered into the Credit Agreement with a syndicate of financial institutions and other lenders, which included Wells Fargo Bank, N.A., an affiliate of which is a member of the Predecessor's equity investor group (See Note 7). Affiliates of Wells Fargo Bank, N.A. have from time to time engaged in commercial banking and financial advisory transactions with the Predecessor in the normal course of business, including the interest rate swap contract that the Predecessor entered into on March 2, 2012 (See Note 15).

Officers

On August 6, 2009, an officer of the Predecessor borrowed $150,000 from the Predecessor to fund the acquisition of units of preferred and common equity of the Predecessor pursuant to the terms and conditions of a promissory note executed between the officer and the Predecessor. The balance due to the Predecessor was $25,911 as of December 31, 2011. The note was paid in full on March 16, 2012.