

KAYNE ANDERSON MIDSTREAM/ENERGY FUND, INC.

Form 3

May 19, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |          |   |  |   |
|---|---------|----------|---|--|---|
| 1. Name and Address of Reporting Person * |         |          | 2. Date of Event Requiring Statement  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |   |
| Â AMERICAN INTERNATIONAL GROUP INC        |         |          | (Month/Day/Year)  | KAYNE ANDERSON MIDSTREAM/ENERGY FUND, INC. [KMF]   |   |
| (Last)                                    | (First) | (Middle) | 03/03/2011  |  |   |
| 180 MAIDEN LANE                           |         |          | 4. Relationship of Reporting Person(s) to Issuer  |  | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
| (Street)                                  |         |          | (Check all applicable)  |  | 6. Individual or Joint/Group Filing(Check Applicable Line)  |
| NEW YORK,Â NYÂ 10038                      |         |          | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other<br>(give title below) (specify below)<br>See General Remarks |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| (City)                                    | (State) | (Zip)    |   |  |   |

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

| 1. Title of Security<br>(Instr. 4)                      | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|--|---|--|
| 3.93% Series A Senior Unsecured Notes due March 3, 2016 | \$ 10,000,000  | I   | Held through subsidiary <sup>(1)</sup>                   |
| 4.62% Series B Senior Unsecured Notes due March 3, 2018 | \$ 9,000,000   | I   | Held through subsidiary <sup>(2)</sup>                   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date   | Title  | Amount or<br>Number of<br>Shares   |   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |                        |
|---|---------------|-----------|---------|------------------------|
|   | Director      | 10% Owner | Officer | Other                  |
| AMERICAN INTERNATIONAL GROUP INC<br>180 MAIDEN LANE<br>NEW YORK, NY 10038 | ^             | ^         | ^       | See General<br>Remarks |

## Signatures

/s/ Monika Machon, Senior Vice  
President-Investments

05/18/2011

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Series A Senior Unsecured Notes are held directly by First SunAmerica Life Insurance Company, an indirectly wholly owned subsidiary of American International Group, Inc. ("AIG"). AIG is an indirect beneficial owner of the Series A Senior Unsecured Notes.
- (2) The Series B Senior Unsecured Notes are held directly by SunAmerica Annuity and Life Assurance Company, an indirectly wholly owned subsidiary of AIG. AIG is an indirect beneficial owner of the Series B Senior Unsecured Notes.

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### Remarks:

Filed pursuant to Section 30(h) of the Investment Company Act of 1940. The referenced securities Reporting Person is informed represent, in the aggregate, in excess of 10% of the senior debt securities

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

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