

Calumet Specialty Products Partners, L.P.  
Form SC 13D/A  
May 23, 2008

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

CALUMET SPECIALTY PRODUCTS PARTNERS, L.P.  
(Name of Issuer)

Common Units representing limited partner interests  
(Title of Class of Securities)

131476103  
(CUSIP Number)

The Heritage Group  
Attention: John Vercruysse, Controller  
5400 W. 86th Street  
Indianapolis, Indiana 46268-0123  
(317) 228-8314

Copy to:  
John W. Boyd, Esq.  
Barnes & Thornburg LLP  
11 S. Meridian Street  
Indianapolis, Indiana 46204  
(317) 236-1313

(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

May 22, 2008  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



## Schedule 13D

CUSIP No. 131476103

1	NAME OF REPORTING PERSON	The Heritage Group	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY		
4	SOURCE OF FUNDS		WC
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)		<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION		Indiana
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
7	SOLE VOTING POWER	3,525,033 Common Units	
8	SHARED VOTING POWER	270,907 Common Units (1)	
9	SOLE DISPOSITIVE POWER	3,525,033 Common Units	
10	SHARED DISPOSITIVE POWER	270,907 Common Units (1)	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		3,795,940 Common Units
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		19.8%
14	TYPE OF REPORTING PERSON		HC, PN

(1) These units are owned by Calumet, Incorporated ("Inc."). The Reporting Person is an indirect shareholder of Inc., and these units represent the Reporting Person's proportionate interest in Inc.'s units. The Reporting Person disclaims beneficial ownership of the units of the Issuer owned by Inc. except to the extent of the Reporting Person's pecuniary interest therein.



## Schedule 13D

CUSIP No. 131476103

1	NAME OF REPORTING PERSON	Maggie Fehsenfeld Trust No. 106, dated December 30, 1974 (for the benefit of Fred Mehlert Fehsenfeld Jr. and his issue)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY		
4	SOURCE OF FUNDS		OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)		<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION		Indiana
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER	333,077 Common Units
	8	SHARED VOTING POWER	0
	9	SOLE DISPOSITIVE POWER	333,077 Common Units
	10	SHARED DISPOSITIVE POWER	0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		333,077 Common Units
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		1.7%
14	TYPE OF REPORTING PERSON		OO

## Schedule 13D

CUSIP No. 131476103

1	NAME OF REPORTING PERSON	Irrevocable Intervivos Trust for the Benefit of Fred Mehlert Fehsenfeld Jr. and his issue, dated December 27, 1973
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS	OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	Indiana
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 333,077 Common Units
	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 333,077 Common Units
	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	333,077 Common Units
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	1.7%
14	TYPE OF REPORTING PERSON	OO

## Schedule 13D

CUSIP No. 131476103

1	NAME OF REPORTING PERSON	Nicholas J. Rutigliano	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY		
4	SOURCE OF FUNDS		PF
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)		<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION		United States
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
7	SOLE VOTING POWER	23,978 Common Units	
8	SHARED VOTING POWER	12,500 Common Units (1)	
9	SOLE DISPOSITIVE POWER	23,978 Common Units	
10	SHARED DISPOSITIVE POWER	12,500 Common Units (1)	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		36,478 Common Units
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		0.2%
14	TYPE OF REPORTING PERSON		IN

(1) These units are owned by the Reporting Person's spouse. The Reporting Person disclaims beneficial ownership of the units owned by his spouse except to the extent of his pecuniary interest therein.





## Schedule 13D

CUSIP No. 131476103

1	NAME OF REPORTING PERSON	F. William Grube	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY		
4	SOURCE OF FUNDS		PF
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)		<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION		United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER	50,000 Common Units
	8	SHARED VOTING POWER	0
	9	SOLE DISPOSITIVE POWER	50,000 Common Units
	10	SHARED DISPOSITIVE POWER	0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		50,000 Common Units
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		0.3%
14	TYPE OF REPORTING PERSON		IN

Item 1. Security and Issuer.

The class of equity securities to which this statement relates is the class of Common Units representing limited partner interests (the “Common Units”), of Calumet Specialty Products Partners, L.P. (the “Issuer”), a Delaware limited partnership having its principal office at 2780 Waterfront Parkway E. Drive, Suite 200, Indianapolis, Indiana 46214.

Item 2. Identity and Background.

The Heritage Group

The Heritage Group is a general partnership formed under the laws of the State of Indiana. The Heritage Group is engaged in the business of managing a diverse set of companies involved in the highway construction, environmental services and oil refining and marketing industries. The principal business address and principal office address of The Heritage Group is 5400 W. 86th Street, Indianapolis, Indiana 46268-0123.

Thirty grantor trusts own all of the outstanding general partner interests in the Reporting Person. Certain information regarding these grantor trusts is provided in Exhibit D filed with this Schedule 13D and incorporated herein by this reference. Six trustees, acting on behalf of the trusts, have the duty and have been empowered to carry out the purposes of the general partnership pursuant to the Articles of Partnership. The six trustees are Fred M. Fehsenfeld, Jr. (the Partnership Manager), James C. Fehsenfeld, Nicholas J. Rutigliano, William S. Fehsenfeld, Nancy A. Smith and Amy M. Schumacher (the “General Partner Trustees”).

Fred M. Fehsenfeld, Jr. serves as the Chairman of the Board of Directors of Calumet GP, LLC, the general partner of the Issuer, in addition to serving as the Partnership Manager for the Reporting Person. His business address is 5400 W. 86th Street, Indianapolis, Indiana 46268-0123.

James C. Fehsenfeld serves as President of U.S. Aggregates, Inc. located at 5400 W. 86th Street, Indianapolis, Indiana 46268-0123, which is Mr. Fehsenfeld’s principal business address.

Nicholas J. Rutigliano serves as the President of Tobias Insurance Group located at 9247 N. Meridian, Suite 3, Indianapolis, Indiana 46260, which is Mr. Rutigliano’s principal business address.

William S. Fehsenfeld serves as the Vice President and Secretary of Schuler Books and Music, Inc., an independent bookstore company located at 2660 28th Street SE, Grand Rapids, Michigan 49512, which is Mr. Fehsenfeld’s principal business address.

Nancy A. Smith serves as the President of Plymouth Healing Communities, a nonprofit 501(c)(3) company located at 1217 Sixth Avenue, Seattle, Washington 98101, which is Mrs. Smith’s principal business address.

Amy M. Schumacher is a Sloan Fellow at the Massachusetts Institute of Technology. Her home address is 85 Saint Botolph #4, Boston, Massachusetts 02116.

During the last five years, neither The Heritage Group, a General Partner Trustee nor any of the grantor trusts have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).



During the last five years, neither The Heritage Group, a General Partner Trustee nor any of the grantor trusts have been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which the Reporting Person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

All General Partner Trustees are citizens of the United States. All grantor trusts were formed under the laws of the State of Indiana.

#### Maggie Fehsenfeld Trust No. 106

The Maggie Fehsenfeld Trust No. 106, dated December 30, 1974 (for the benefit of Fred Mehlert Fehsenfeld Jr. and his issue) ("Trust No. 106") was formed under the laws of the State of Indiana and has its principal business address at 5400 W. 86th Street, Indianapolis, Indiana 46268. The beneficiaries of Trust No. 106 are Fred M. Fehsenfeld, Jr. and members of his immediate and extended family. The decision-making authority for Trust No. 106 is vested in six trustees, acting by a majority. The six trustees are the same six individuals identified as the General Partner Trustees above, with respect to The Heritage Group.

During the last five years, neither Trust No. 106 nor its controlling trustees have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

During the last five years, neither Trust No. 106 nor its controlling trustees have been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which the Reporting Person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

#### Irrevocable Intervivos Trust fbo Fred M. Fehsenfeld, Jr. and His Issue

The Irrevocable Intervivos Trust for the benefit of Fred Mehlert Fehsenfeld, Jr. and his issue, dated December 27, 1973 ("1973 Trust") was formed under the laws of the State of Indiana and has its principal business address at 5400 W. 86th Street, Indianapolis, Indiana 46268. The beneficiaries of the 1973 Trust are Fred M. Fehsenfeld, Jr. and members of his immediate and extended family. The decision-making authority for the 1973 Trust is vested in six trustees, acting by a majority. The six trustees are the same six individuals identified as the General Partner Trustees above, with respect to The Heritage Group.

During the last five years, neither the 1973 Trust nor its controlling trustees have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

During the last five years, neither the 1973 Trust nor its controlling trustees have been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which the Reporting Person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Nicholas J. Rutigliano

Nicholas J. Rutigliano serves as the President of Tobias Insurance Group located at 9247 N. Meridian, Suite 3, Indianapolis, Indiana 46260, which is Mr. Rutigliano's principal business address. Mr. Rutigliano is a United States citizen. During the last five years, Mr. Rutigliano has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors). During the last five years, Mr. Rutigliano has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which the Reporting Person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.