BUCKEYE PARTNERS, L.P.

Form 4 July 02, 2013

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Units Limited

Partner

06/30/2013

(Print or Type Responses)													
1. Name and Address of Reporting Person * Morgan Mary F				2. Issuer Name and Ticker or Trading Symbol BUCKEYE PARTNERS, L.P. [BPL]					5. Relationship of Reporting Person(s) to Issuer				
	(Last)	(First) (3. Date of Earliest Transaction				. ,	(Check all applicable)					
	(Last)	(11131)	(Middle)	(Month/Day/Year)					Director	6 Owner			
	ONE GREE 600	ENWAY PLAZA	06/30/2013					X_ Officer (give below)	er (specify				
(Street)				4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
				Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
	HOUSTON	I, TX 77046							Form filed by More than One Reporting Person				
	(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								lly Owned			
	1.Title of Security (Month/Day/Year) Execution any (Month/D			Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)					5. Amount of Securities Form: Direct Indirect Owned Indirect (I) Ownersh (Instr. 4) Reported Transaction(s)				
						Amount	or		(Instr. 3 and 4)				
	Limited Partner Units	06/30/2013			M	1,798	A	<u>(1)</u>	1,798	D			
	Limited Partner Units	06/30/2013			F	708	D	\$ 69.92	1,090	D			
	Limited Partner	06/30/2013			M	1,018	A	<u>(1)</u>	2,108	D			

F

401

D

\$

69.92

1,707

D

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Units							
Limited Partner Units	06/30/2013	M	499	A	(1)	2,206	D
Limited Partner Units	06/30/2013	F	197	D	\$ 69.92	2,009	D
Limited Partner Units	06/30/2013	A	2,223	A	\$ 0	4,232	D
Limited Partner Units	06/30/2013	F	875	D	\$ 69.92	3,357	D
Limited Partner Units	06/30/2013	A	1,257	A	\$ 0	4,614	D
Limited Partner Units	06/30/2013	F	495	D	\$ 69.92	4,119	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Units	(1)	06/30/2013		M		1,798	06/30/2013	06/30/2013	Limited Partner Units	1,798
Phantom Units	<u>(1)</u>	06/30/2013		M		1,018	06/30/2013	06/30/2013	Limited Partner	1,018

Se (In Phantom Units

Units

Limited

Units

Units

Units

Limited

Units

Units

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Morgan Mary F

ONE GREENWAY PLAZA
SVP

SUITE 600

HOUSTON, TX 77046

Signatures

/s/ Todd J. Russo, as attorney-in-fact for Mary F.
Morgan 07/02/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) Each phantom unit is the economic equivalent of one limited partner unit of Buckeye Partners, L.P.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3