

BUCKEYE PARTNERS L P

Form 10-K/A

March 17, 2004

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form 10-K/ A**

**(Amendment No. 1)**

(Mark One)

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

**For the fiscal year ended December 31, 2003**

**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 1-9356**

**Buckeye Partners, L.P.**

*(Exact name of registrant as specified in its charter)*

**Delaware**

*(State or other jurisdiction of incorporation or organization)*

**23-2432497**

*(IRS Employer Identification number)*

**5002 Buckeye Road**

**P. O. Box 368**

**Emmaus, Pennsylvania**

*(Address of principal executive offices)*

**18049**

*(Zip Code)*

**Registrant's telephone number, including area code: (484) 232-4000**

**Securities registered pursuant to Section 12(b) of the Act:**

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**Title of each class**

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**Name of each exchange on which registered**

LP Units representing limited partnership interests

New York Stock Exchange

**Securities registered pursuant to Section 12(g) of the Act:**

**None**

*(Title of class)*

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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 if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is an accelerated filer (as defined in Exchange Act 12b-2).  
Yes  No

At June 30, 2003, the aggregate market value of the registrant's LP Units held by non-affiliates was \$1.06 billion. The calculation of such market value should not be construed as an admission or conclusion by the registrant that any person is in fact an affiliate of the registrant.

LP Units outstanding as of February 16, 2004: 28,723,146

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**EXPLANATORY NOTE:**

This Amendment No. 1 to the Annual Report on Form 10-K for the fiscal year ended December 31, 2003 (the Annual Report ) of Buckeye Partners, L.P. is being filed solely to amend Exhibits 31.1 and 31.2 previously filed with the Annual Report to comply with the current certification requirements of Item 601(b)(31) of Regulation S-K.

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BUCKEYE PARTNERS, L.P.  
(Registrant)

By: Buckeye Pipe Line Company,  
as General Partner

By: /s/ STEPHEN C. MUTHER

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Stephen C. Muther  
*Senior Vice President Administration,*  
*General Counsel and Secretary*

Dated: March 17, 2004