

PLAINS ALL AMERICAN PIPELINE LP

Form 8-K

March 12, 2009

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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**  
**FORM 8-K**  
**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of The**  
**Securities Exchange Act of 1934**  
**Date of Report (Date of earliest event reported) December 31, 2008**  
**Plains All American Pipeline, L.P.**  
(Exact name of registrant as specified in its charter)

|                                                                                                                |                                            |                                                           |
|----------------------------------------------------------------------------------------------------------------|--------------------------------------------|-----------------------------------------------------------|
| <b>DELAWARE</b><br>(State or other jurisdiction<br>of incorporation)                                           | <b>1-14569</b><br>(Commission File Number) | <b>76-0582150</b><br>(IRS Employer<br>Identification No.) |
| <b>333 Clay Street, Suite 1600 Houston, Texas 77002</b><br>(Address of principal executive offices) (Zip Code) |                                            |                                                           |
| Registrant's telephone number, including area code (713) 646-4100                                              |                                            |                                                           |
| <b>N/A</b><br>(Former name or former address, if changed since last report.)                                   |                                            |                                                           |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 9.01. Financial Statements and Exhibits

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**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

23.1 Consent of PricewaterhouseCoopers LLP

99.1 Audited Consolidated Balance Sheet of PAA GP LLC, dated as of December 31, 2008

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**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 hereunto duly authorized.

**PLAINS ALL AMERICAN PIPELINE, L.P.**

Date: March 12, 2009

By: PAA GP LLC, its general partner

By: Plains AAP, L.P., its sole member

By: Plains All American GP LLC, its general partner

By: /s/ TINA L. VAL

Name: Tina L. Val

Title: *Vice President Accounting and Chief Accounting Officer*

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