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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to
1	Section 16. Form 4 or Form 5
	obligations may continue. See
	Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL											
OMB Number:	3235-0287										
Estimated average burden											
hours per response:	0.5										

1. Name and Address of Reporting Person* <u>PETERSEN GARY R</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>PLAINS ALL AMERICAN PIPELINE LP</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	[PAA]	X Director 10% Owner				
		Officer (give title Other (specify				
(Last) (First) (Middle) 1100 LOUISIANA, # 3150	3. Date of Earliest Transaction (Month/Day/Year) 06/08/2002	below) below)				
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year) 07/10/2002	6. Individual or Joint/Group Filing (Check Applicable Line)				
HOUSTON TX 77002		X Form filed by One Reporting Person				
	_	Form filed by More than One Reporting				
(City) (State) (Zip)		Person				

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Units	06/08/2002		J		1,250	A	(1)	1,250	Ι	Through partnership <sup>(2)</sup>
Common Units	06/08/2003		J		1,250	A	(1)	2,500	Ι	Through partnership <sup>(2)</sup>

# 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. Transa Code ( 8)		of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. No consideration was paid for the transfer. See fn (2).

2. Mr. Petersen is a principal of EnCap Investments, L.P., an affiliate of EnCap Energy Capital Fund III, L.P. (the "EnCap Fund"). The units acquired were initially acquired by Mr. Petersen in connection with vesting under the Issuer's long-term incentive plan. In accordance with the provisions of the documents governing the EnCap Fund, the units were simultaneously transferred to the EnCap Fund. This transfer may be deemed an acquisition of beneficial ownership by Mr. Petersen. Mr. Petersen disclaims beneficial ownership of the units exceeding his pecuniary interest.

#### **Remarks:**

### <u>Gary R. Petersen</u>

\*\* Signature of Reporting Person

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

\* 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).

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

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 Number.

01/27/2004 Date