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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 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): **August 21, 2007**

**Plains All American Pipeline, L.P.**

(Exact name of registrant as specified in its charter)

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

**1-14569**  
(Commission File Number)

**76-0582150**  
(IRS Employer Identification No.)

**333 Clay Street, Suite 1600, Houston, Texas 77002**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **713-646-4100**

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(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 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers; Compensatory Arrangements of Certain Officers.**

On August 21, 2007, Plains All American Pipeline, L.P. (the "Partnership") announced that George R. Coiner will retire as Senior Group Vice President as of August 31, 2007. Mr. Coiner joined the Partnership's predecessor, Plains Marketing, in 1995 as Senior Vice President. In connection with Mr. Coiner's retirement, the Partnership and Mr. Coiner entered into a separation agreement. Terms of the agreement provide for cancellation of outstanding equity awards (including awards for which performance thresholds have been achieved, but excluding certain options granted in 2001 for which all performance and time vesting requirements have been satisfied) and payment to Mr. Coiner of a lump sum amount of approximately \$8.7 million in satisfaction of the Partnership's obligations with respect to the cancelled equity awards, deferred and quarterly bonus amounts for prior and current periods, accrued vacation and other related obligations. The agreement also includes (i) a provision pursuant to which Mr. Coiner will remain a consultant to the Partnership through the first quarter of 2009 and for such services will receive a quarterly fee of \$500,000, (ii) a general release by Mr. Coiner of any claims against the Partnership and (iii) Mr. Coiner's agreement that the Confidential Information and Non-Solicitation Agreement dated November 23, 1998 will remain in full force and effect until March 31, 2010. Consistent with various laws and regulations, the agreement also provides Mr. Coiner the right within specified time periods to rescind the agreement. In addition to the amounts noted above, PAA will pay the premiums for COBRA coverage for a period of up to 18 months.

**Item 8.01 Other Events**

On August 21, 2007, the Partnership also announced that Al Swanson had been promoted to Senior Vice President—Finance and Treasurer and Pat Diamond had been promoted to Vice President. Mr. Swanson joined the Partnership in 2000, became Treasurer in 2001, Vice President and Treasurer in 2004 and Vice President—Finance and Treasurer in 2005. Mr. Diamond has served in a variety of positions since joining the Partnership in 1999, and his current responsibilities include strategic planning and equity capital markets functions.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

Exhibit 99.1 — Press Release dated August 21, 2007

**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: August 21, 2007

By: Plains AAP, L.P., its general partner

By: Plains All American GP LLC, its general partner

By: /s/ Tim Moore

Name: Tim Moore

Title: Vice President

INDEX TO EXHIBITS

Exhibit No.

Description

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99.1

Press Release dated August 21, 2007

**Contacts:** Phil D. Kramer  
Executive Vice President and CFO  
713/646-4560 — 800/564-3036

Roy I. Lamoreaux  
Manager, Investor Relations  
713/646-4222 — 800/564-3036

**FOR IMMEDIATE RELEASE**

**Plains All American Pipeline Announces  
Officer Promotions and Retirement**

(Houston — August 21, 2007) Plains All American Pipeline, L.P. (NYSE: PAA) announced today that Al Swanson had been promoted to Senior Vice President—Finance and Treasurer and Patrick Diamond had been promoted to Vice President. Mr. Swanson joined Plains All American in 2000, became Treasurer in 2001, Vice President and Treasurer in 2004 and Vice President—Finance and Treasurer in 2005. Mr. Diamond has served in a variety of positions since joining Plains All American in 1999, and his current responsibilities include strategic planning and equity capital markets functions.

The Partnership also announced that George Coiner, Senior Group Vice President, is retiring effective August 31, 2007. Mr. Coiner joined Plains All American's predecessor, Plains Marketing, in 1995 as Senior Vice President.

"We are pleased to recognize the accomplishments of Al and Pat as we continue to grow Plains All American," said Greg L. Armstrong, Chairman and CEO of Plains All American. "We also want to thank George for his significant contributions over the last eleven plus years."

Plains All American Pipeline, L.P. is a publicly traded master limited partnership engaged in the transportation, storage, terminalling and marketing of crude oil, refined products and liquefied petroleum gas and other natural gas related petroleum products. Through its 50% ownership in PAA/Vulcan Gas Storage LLC, the partnership is also engaged in the development and operation of natural gas storage facilities. The Partnership is headquartered in Houston, Texas.

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