

DUCKETT W DAVID  
Form 4  
February 11, 2011

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

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

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DUCKETT W DAVID

2. Issuer Name and Ticker or Trading Symbol  
PLAINS ALL AMERICAN PIPELINE LP [PAA]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President. of subsidiary-PMC

(Last) (First) (Middle)  
SUITE 1400, 607 EIGHTH AVENUE SW  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/04/2010

CALGARY, A0 T2P 0A7

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)	3. Transaction Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
			Code	V	Amount	(D)				Price
Common Units	01/22/2010		G	V	3,390	D	\$ 0	25,162	D	
Common Units	06/04/2010		S		23,896	D	\$ 57.3836 (1) (3)	1,266	D	
Common Units	09/17/2010		G	V	960	D	\$ 0	306	D	
Common Units	11/10/2010		G	V	306	D	\$ 0	0	D	
	12/20/2010		S		18,300	D		119,541	I	



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The price reported in column 4 is a weighted average price. The units were sold in multiple transactions at prices ranging from \$61.90 to \$62.10.

The Reporting Person has provided to the Issuer, and undertakes to provide to any security holder of the Issuer or the Securities and

- (3) Exchange Commission, upon request, full information regarding the number of units sold at each separate price within the ranges set forth in footnotes (1) and (2) above.

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.