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Morgan Mary F Form 4										
January 24, 2012										
FORM 4	UNITED	STATES	SECU	DITIES /		CHANCE		т	PPROVAL	
		SIAILS		shington				OMB Number:	3235-0	287
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations	MENT OF	Section	SECUI 16(a) of th	Estimated burden hou response	Estimated average burden hours per response 0.5					
<i>See</i> Instruction 1(b).	Section 17(•	•	npany Act ay Act of 1	of 1935 or Sectio 940	on		
(Print or Type Respon	nses)									
1. Name and Address of Reporting Person <u>*</u> Morgan Mary F			Symbol	er Name an EYE PAF		Trading L.P. [BPI	5. Relationship of Reporting Person(s) to Issuer			
(Last) ((Last) (First) (Middle)				ransaction		(Check all applicable)			
ONE GREENW. 600	AY PLAZA	, SUITE	(Month/) 01/23/2	Day/Year) 2012			Director X Officer (giv below)		% Owner her (specify	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
HOUSTON, TX	77046						Person	More than One R	eporting	
(City) (State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	nnsaction Date th/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V		(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on	a separate line	e for each cla	ass of sec	urities bene	ficially own	ned directly of	or indirectly.			
1					Perso inform requir	ns who rest nation cont ed to respo ys a curre	spond to the colle tained in this form ond unless the for ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof Derivative	Expiration Date	of Underlying	Derivati
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities	Security

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(Instr. 3)	Price of Derivative Security	(Month/Da	ay/Year)	(Instr. 8) I ((Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Instr. 3 and 4)		(Instr. 5		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	<u>(1)</u>	01/23/2012		А		5,640		(2)	(2)	Limited Partner Units	5,640	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
Morgan Mary F ONE GREENWAY PLAZA SUITE 600 HOUSTON, TX 77046			SVP					
Signatures								
/s/Todd J. Russo, as attorney-in Morgan	01/24/2012							
<u>**</u> Signature of Reportin	Date							

Explanation of Responses:

- * 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).
- (1) Each phantom unit is the economic equivalent of one limited partner unit of Buckeye Partners, L.P.
- (2) The phantom units vest in three equal annual installments beginning January 23, 2013.

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.