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PACIFIC ENERGY PARTNERS LP

Form 4

March 30, 2005

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

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

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Issuer

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

2. Issuer Name and Ticker or Trading

Symbol

SECURITIES

1(b).

(Print or Type Responses)

POLSON DOUGLAS L

1. Name and Address of Reporting Person *

			•	PACIFIC ENERGY PARTNERS LP [PPX]				(Check all applicable)				
(Last)	(Last) (First) (Middle) 555 17TH STREET, SUITE 3310			3. Date of Earliest Transaction (Month/Day/Year) 03/28/2005			_	X Director 10% Owner Officer (give title below) Other (specify below)				
333 17111 311		. ш ээтс						See Remark (1) below				
								6. Individual or Joint/Group Filing(Check				
DENVER, CO	r neu(monu/r	Filed(Month/Day/Year)				Applicable Line) _X_ 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									y Owned		
1.Title of Security (Instr. 3)	2. Transactic (Month/Day,	/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)		
Common Units Representing Limited Partner Interests	03/28/200	5		S(1)	1,000	D	\$ 30.04	90,680	D			
Common Units Representing Limited Partner Interests	03/28/200	5		S <u>(1)</u>	500	D	\$ 30	90,180	D			

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Common Units Representing Limited Partner Interests	03/29/2005	S <u>(1)</u>	500	D	\$ 30.1 89,680	D
Common Units Representing Limited Partner Interests	03/29/2005	S <u>(1)</u>	500	D	\$ 89,180	D
Common Units Representing Limited Partner Interests	03/29/2005	S <u>(1)</u>	500	D	\$ 30.2 88,680	D

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
	Derivative				Securities			(Instr.	. 3 and 4)	
	Security				Acquired					
	·				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date Exercisable	Expiration Date		or	
									Number	
									of	
				Code V	(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
	X						

Reporting Owners 2

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POLSON DOUGLAS L 555 17TH STREET, SUITE 3310 DENVER, CO 80202 See Remark (1) below

Signatures

Douglas L.

Polson 03/30/2005

**Signature of Date

Reporting Person

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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 16, 2005.

Remarks:

a currently valid OMB number.

Remark (1) - Mr. Polson is a director of Pacific Energy Management LLC, the general partner of Pacific Energy GP, LP, general 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

Signatures 3