

PLAINS ALL AMERICAN PIPELINE LP
Form 144
November 20, 2013

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

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

SEC USE ONLY
DOCUMENT SEQUENCE NO.

CUSIP NUMBER

WORK LOCATION

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker*

1(a) NAME OF ISSUER (Please type or print)			(b) IRS IDENT. NO.		(c) S.E.C. FILE NO.	
Plains All American Pipeline, L.P.			76-0582150		1-14569	
1(d) ADDRESS OF ISSUER	STREET	CITY	STATE	ZIP CODE	(e) TELEPHONE NO.	
333 Clay Street, Suite 1600		Houston	TX	77002	AREA CODE NUMBER	
2(a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD		(b) IRS IDENT. NO.	(c) RELATIONSHIP TO	(d) ADDRESS	CITY	STATE ZIP CODE
		200811048	ISSUER	505 Fifth Avenue, Suite 900	New York	NY 10011
Vulcan Energy Corporation			Affiliate	Suite 900		

INSTRUCTION: *The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3(a)	(b)	SEC USE ONLY	(c)	(d)	(e)	(f)	(g)
Title of the	Name and Address of Each Broker Through Whom	Broker-Dealer	Number of Shares	Aggregate	Number of Shares	Approximate	Name of Each
Class of	the Securities are	File Number	or Other	Market	or Other Units	Date of Sale	Securities
Securities	to be Offered or Each Market		Units	Value	Outstanding	(See instr. 3(f))	Exchange

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To Be Sold	Maker who is Acquiring the Securities		To Be Sold	(See instr. 3(e))	(MO. DAY YR.)	(See instr. 3(g))
			(See instr. 3(c))	(See instr. 3(d))		
Common Units	Instinet Group Inc		1,600,000	\$83,568,000	342,950,166	November 22, 2013 NYSE
	1095 Avenue of the Americas					
	New York, NY 10036					

INSTRUCTIONS:

1. (a) Name of issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. file number, if any
(d) Issuer's address, including zip code

(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold
(b) Such person's I.R.S. identification number, if such person is an entity
(c) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(d) Such person's address, including zip code
3. (a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer

(f) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

**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 control number.**

TABLE I SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold

and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common Units	4/20/2005	Conversion of Class B Units	Plains All American Pipeline, L.P.	1,600,000	4/20/2005	N/A

INSTRUCTIONS:

1. If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.
2. If within two years after the acquisition of the securities the person for whose account they are to be sold had any short positions, put or other option to dispose of securities referred to in paragraph (d)(3) of Rule 144, furnish full information with respect thereto.

TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Vulcan Energy Corporation 505 Fifth Avenue South, Suite 900 Seattle, WA 98104	Common Units	10/18/2013	28,648	\$1,455,825.47
		10/21/2013	122,000	\$6,282,526.78
		10/22/2013	240,000	\$12,579,360.00
		10/23/2013	239,997	\$12,511,091.61
		10/24/2013	240,000	\$12,614,520.00
		10/25/2013	118,770	\$6,318,575.88
		10/28/2013	117,750	\$6,163,172.07
		11/1/2013	193,862	\$9,913,152.76
		11/4/2013	123,494	\$6,266,962.37
		11/5/2013	241,376	\$12,523,697.21
		11/14/2013	134,103	\$6,931,167.20

REMARKS:

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

INSTRUCTIONS:

ATTENTION:

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See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed.

November 18, 2013

/s/ Paul Ghaffari, President

DATE OF NOTICE

(SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.

Any copies not manually signed shall bear typed or printed signatures.