

MOORE TIM

Form 4

December 28, 2011

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MOORE TIM

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)

(Last) (First) (Middle)
333 CLAY STREET, # 1600
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/28/2011

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Vice President & Sec.

HOUSTON, TX 77002

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
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 (Instr. 8)	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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Units	12/28/2011		G		500	D	\$ 0	45,000	D
Common Units	12/28/2011		S		200	D	\$ 71.59	44,800	D
Common Units	12/28/2011		S		300	D	\$ 71.61	44,500	D
Common Units	12/28/2011		S		400	D	\$ 71.6101	44,100	D
Common Units	12/28/2011		S		1,000	D	\$ 71.64	43,100	D

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Common Units	12/28/2011	S	500	D	\$ 71.65	42,600	D
Common Units	12/28/2011	S	1,600	D	\$ 71.66	41,000	D
Common Units	12/28/2011	S	900	D	\$ 71.69	40,100	D
Common Units	12/28/2011	S	1,000	D	\$ 71.7001	39,100	D
Common Units	12/28/2011	S	1,100	D	\$ 71.7	38,000	D
Common Units	12/28/2011	S	1,833	D	\$ 71.72	36,167	D
Common Units	12/28/2011	S	100	D	\$ 71.763	36,067	D
Common Units	12/28/2011	S	695	D	\$ 71.75	35,372	D
Common Units	12/28/2011	S	431	D	\$ 71.775	34,941	D
Common Units	12/28/2011	S	4,941	D	\$ 71.78	30,000	D

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

Persons who 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.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOORE TIM 333 CLAY STREET, # 1600 HOUSTON, TX 77002			Vice President & Sec.	

Signatures

/s/ Tim Moore 12/28/2011

__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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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