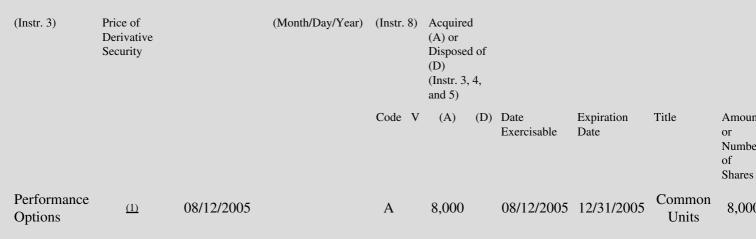
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RUSSELL JOHN Form 4	F										
August 16, 2005											
FORM 4										PPROVAL	-
Washington, D.C. 20549							N OMB Number:	3235-0	287		
Check this box if no longer								Expires:	January	31, 2005	
subject to Section 16. Form 4 or	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					burden ho response.	Estimated average burden hours per response 0.5				
Form 5 obligations may continue. See Instruction 1(b). 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 Respon	nses)										
1. Name and Address RUSSELL JOHN	2. Issuer Name and Ticker or Trading Symbol				ling	5. Relationship of Reporting Person(s) to Issuer					
		PLAINS ALL AMERICAN PIPELINE LP [PAA]					(Check all applicable)				
(Last) (333 CLAY STRE	3. Date of Earliest Transaction (Month/Day/Year) 08/12/2005					Director 10% Owner X_ Officer (give title Other (specify below) Vice PresPipeline Operations					
(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	77002							Person	whole than one r	ceporting	
(City) (a	State)	(Zip)	Tab	le I - Non-l	Derivat	ive Secu	urities A	cquired, Disposed	of, or Beneficia	ally Owned	
	ansaction Date th/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	Dispos (Instr.	red (A) of sed of (I 3, 4 and (A) or	D) 15)	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)	
Reminder: Report on	a separate line	for each cla	ass of secu	urities bene	ficially	owned o	lirectly of	or indirectly.			
					Per info rec dis	rsons v ormatio quired t	who res on cont to respo	spond to the colle ained in this form ond unless the fo 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
RUSSELL JOHN F 333 CLAY STREET, # 1600 HOUSTON, TX 77002			Vice PresPipeline Operations				
Signaturos							

Signatures

John F. Russell 08/15/2005

<u>**</u>Signature of Reporting Person 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) Strike price per unit equals \$22, less 80% of each per unit distribution from, after and including the distribution paid in August of 2001.

(2) N/A

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.