

Schmidt William H Jr  
Form 4  
December 18, 2009

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Schmidt William H Jr

(Last) (First) (Middle)

FIVE TEK PARK, 9999  
HAMILTON BOULEVARD

(Street)

BREINIGSVILLE, PA 18031

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

BUCKEYE PARTNERS, L.P. [bpl]

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

12/16/2009

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

VP &amp; General Counsel

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Limited Partner Units	12/16/2009		M		900	A	\$ 43.15 1,900
Limited Partner Units	12/16/2009		M		1,800	A	\$ 45.88 3,700
Limited Partner Units	12/16/2009		M		2,800	A	\$ 44.73 6,500
Limited Partner	12/16/2009		M		1,200	A	\$ 45.36 7,700

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Units								
Limited Partner Units	12/16/2009	S	100	D	\$ 53.77	7,600		D
Limited Partner Units	12/16/2009	S	100	D	\$ 53.76	7,500		D
Limited Partner Units	12/16/2009	S	1,300	D	\$ 53.75	6,200		D
Limited Partner Units	12/16/2009	S	200	D	\$ 53.73	6,000		D
Limited Partner Units	12/16/2009	S	100	D	\$ 53.72	5,900		D
Limited Partner Units	12/16/2009	S	100	D	\$ 53.705	5,800		D
Limited Partner Units	12/16/2009	S	900	D	\$ 53.7	4,900		D
Limited Partner Units	12/16/2009	S	200	D	\$ 53.67	4,700		D
Limited Partner Units	12/16/2009	S	2,200	D	\$ 53.66	2,500		D
Limited Partner Units	12/16/2009	S	500	D	\$ 53.65	2,000		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.**

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. F
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Security	Disposed of (D) (Instr. 3, 4, and 5)				Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Code	V	(A)	(D)				
Option - Right to buy	\$ 43.15	12/16/2009	M	900	09/13/2007	09/13/2014	Limited Partner Units	900
Option - Right to buy	\$ 45.88	12/16/2009	M	1,800	04/01/2008	04/01/2015	Limited Partner Units	1,800
Option - Right to buy	\$ 44.73	12/16/2009	M	2,800	02/23/2009	02/23/2016	Limited Partner Units	2,800
Option - Right to buy	\$ 45.36	12/16/2009	M	1,200	10/26/2009	10/26/2016	Limited Partner Units	1,200

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schmidt William H Jr FIVE TEK PARK 9999 HAMILTON BOULEVARD BREINIGSVILLE, PA 18031			VP & General Counsel	

## Signatures

/s/Todd J. Russo, as attorney-in-fact for William H. Schmidt, Jr.

12/18/2009

\*\*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).

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.