

FERC No. 398
(Cancels FERC No. 384)

BUCKEYE PIPE LINE COMPANY, L.P.

LOCAL TARIFF

Applying On The Transportation Of

REFINED PETROLEUM PRODUCTS

From

NEW HAVEN, CONNECTICUT

To Points In

CONNECTICUT AND MASSACHUSETTS

Governed by the Rules and Regulations published in
Buckeye Pipe Line Company, L.P.'s Tariff FERC No. 298,
supplements thereto and reissues thereof.

Pursuant to the Commission's Decision of December 31, 1990, Opinion No. 360, the destinations
named herein are within markets where Buckeye does not have significant market power.

ISSUED: MAY 29, 2008

EFFECTIVE: JULY 1, 2009

The provisions published herein, if effective, will not result in an effect on the quality of the human environment.

Issued by:

~~[W] CLARK C. SMITH~~ ~~STEPHEN C. MUTHER~~

President,

Mainline L.P.

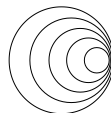
General Partner of

Buckeye Pipe Line Company, L.P.

~~[W] Five TEK Park Union Meeting Corporate Center~~

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Compiled by:

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TABLE OF RATES

Rates in Cents Per Barrel of 42 United States Gallons

[I] Increase:
All rates on this page
are increased unless
otherwise indicated.

		FROM: (Origins)			
		CONNECTICUT			
TO: (Destinations)		NEW HAVEN			
		<i>New Haven</i>			
County		AA BA BB EN EW			
		Code		Distillates	Gasolines
CONNECTICUT					
NEW HAVEN	(2)	<i>New Haven</i>	(4)	11.33	11.33
MIDDLETOWN		<i>Middlesex</i>	RW	54.05	32.68
PORTLAND		<i>Middlesex</i>	RW		
EAST HARTFORD		<i>Hartford</i>	FD	62.56	40.70
HARTFORD (MAIN STREET)		<i>Hartford</i>	AJ		
ROCKY HILL		<i>Hartford</i>	RY		
WETHERSFIELD		<i>Hartford</i>	WE		
ENFIELD		<i>Hartford</i>	FA	82.58	-
MELROSE		<i>Hartford</i>	NC		
BRADLEY INTERNATIONAL AIRPORT		<i>Hartford</i>	DY	82.87	-
MASSACHUSETTS					
LUDLOW		<i>Hampden</i>	LD	89.03	-
SPRINGFIELD		<i>Hampden</i>	(3)		
WESTOVER		<i>Hampden</i>	SR		

Notes:

- (1) (Intentionally skipped and reserved for future use)
- (2) Exception to FERC No. 298 (Rules and Regulations) – Item No. 25: The minimum batch size for New Haven transfers is 5,000 barrels. A special handling fee of [U] \$300.00 per batch will be imposed on all batches of less than 10,000 barrels.
- (3) Springfield includes delivery points: Springfield Junction (GD), Bay Street (BS), Albany Street (AY), Agnew Street (GW), and North Springfield (NG).
- (4) New Haven Location Abbreviation Codes are: (AA) (BA) (BB) (EN) (EW)

Explanation of Reference Marks:

- [U] Unchanged Rate
- [I] Increase
- [W] Change in wording (replaced text indicated by strikethrough; replacement text indicated by underscore)