

FERC No. 402
(Cancels FERC No. 388)

BUCKEYE PIPE LINE COMPANY, L.P.

LOCAL AND PROPORTIONAL TARIFF

Applying On The Transportation Of

REFINED PETROLEUM PRODUCTS

From

POINTS IN NEW JERSEY AND PENNSYLVANIA

To

POINTS IN PENNSYLVANIA

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, 2009

EFFECTIVE: JULY 1, 2009

See Table 2 for rate expiration

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

Issued by:

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President,

Mainline L.P.

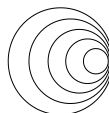
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TABLE 1: BASE RATES

Rates in Cents Per Barrel of 42 United States Gallons

[I] Increase: All rates on this page are increased unless otherwise indicated.			FROM: (Origins)						
			NEW JERSEY				PENNSYLVANIA		
			EAGLE POINT (a)	LINDEN (b)	PAULSBORO (b)	PORT READING or SEWAREN (b)	BOOTH (a)	CHELSEA JUNCTION (a)	MACUNGIE (b)
			<i>Gloucester</i>	<i>Union</i>	<i>Gloucester</i>	<i>Middlesex</i>	<i>Delaware</i>	<i>Philadelphia</i>	<i>Lehigh</i>
TO: County	(Destinations)	Code	EP	LN	PY	PR / SA	BH	CH	ZG
PENNSYLVANIA									
CARLISLE	<i>Cumberland</i>	CR	72.72	88.76	88.76	92.76	64.89	61.72	74.97
CORAOPOLIS	<i>Allegheny</i>	CP	99.04	115.21	115.21	119.21	91.21	88.05	101.30
DELMONT	<i>Westmoreland</i>	DM	92.18	108.30	108.30	112.30	84.35	81.16	94.40
DUPONT	<i>Luzerne</i>	DP	-	109.92	109.92	113.92	-	-	95.84
ELDORADO	<i>Blair</i>	DG	81.58	97.66	97.66	101.66	73.75	70.59	83.82
FULLERTON	<i>Lehigh</i>	FE	-	79.70	79.70	83.70	-	-	-
GREENSBURG	<i>Westmoreland</i>	GR	93.48	109.62	109.62	113.62	85.65	82.49	95.69
HIGHSPIRE	<i>Dauphin</i>	HS	66.01	88.76	-	92.76	58.18	54.99	68.20
INDIANOLA	<i>Allegheny</i>	ND	118.87	123.45	123.45	127.45	111.04	107.86	103.86
MACUNGIE	<i>Lehigh</i>	ZG	-	79.70	79.70	83.70	-	-	-
MECHANICSBURG	<i>Cumberland</i>	MG/MT	67.72	88.76	88.76	92.76	59.89	56.71	67.85
MIDLAND	<i>Beaver</i>	ZD	104.34	120.51	120.51	124.51	96.51	93.35	106.60
NEVILLE ISLAND	<i>Allegheny</i>	NA	104.34	120.51	120.51	124.51	96.51	93.35	106.60
[C] NEW KINGSTOWN	<i>Cumberland</i>	KT	[C]	[C]	[C]	[C]	[C]	[C]	[C]
PITTSBURGH	<i>Allegheny</i>	PG	98.10	114.28	114.28	118.28	90.27	87.12	100.37
SINKING SPRING	<i>Berks</i>	SN	58.72	88.76	88.76	92.76	50.89	47.72	60.92
TUCKERTON	<i>Berks</i>	RG	-	88.76	88.76	92.76	-	-	60.92

Notes:

- (a) All segregated batches from Eagle Point, NJ, Booth and Chelsea Junction, PA of less than 50,000 barrels shall be assessed a handling fee calculated to equal **[U]** \$0.05 x (50,000 - number of barrels in the batch) in addition to the transportation charge.
- (b) Base rates from Linden, Sewaren, Paulsboro and Port Reading do not apply for the transportation of low-RVP gasoline. Due to requirements for additional dedicated tankage, tenders of low-RVP gasoline will only be accepted by the Carrier on a contract rate basis (see rates and terms in Table 2)

TABLE 2: CONTRACT RATE FOR LOW-RVP GASOLINES

[N] The rates in this table expire March 31, 2010

Rates in Cents Per Barrel of 42 United States Gallons

<p style="text-align: center;">[I] Increase: All rates on this table are increased.</p> <p>TO: County</p> <p>(Destinations) Code</p>			FROM: (Origin)	
			NEW JERSEY	
			LINDEN <i>Union</i>	
			LN	
PENNSYLVANIA			Contract Rate	Excess Rate
CORAOPOLIS	<i>Allegheny</i>	CP	145.41	125.41
DELMONT	<i>Westmoreland</i>	DM	138.50	118.50
GREENSBURG	<i>Westmoreland</i>	GR	139.82	119.82
NEVILLE ISLAND	<i>Allegheny</i>	NA	150.71	130.71
PITTSBURGH	<i>Allegheny</i>	PG	144.48	124.48

Application of Incentive Contract Rate in Table 2:

Rates in Table 2 apply any shipper transporting 7.8 pound Reid Vapor Pressure 87 octane gasoline volumes between the origin and destination shown, and are subject to the following conditions:

- (a) Shipper agrees to tender a minimum annual volume of 2,000,000 barrels during the period from April 1 to September 15 ("the Contract Period") during each year of the term of the contract. The "Minimum Volumes" shall consist of 400,000 barrels during each of the months of May, June, July, and August, and 200,000 barrels in each of the months of April and September. The rate shown in the Contract Rate column of Table 2 shall apply to the 2,000,000 volume minimum and any additional volumes up to or equal to 2,500,000 barrels shipped during the Contract Period.
- (b) Rates shown in the Excess Rate column of Table 2 shall apply to volumes of Low RVP gasoline tendered in excess of 2,500,000 barrels shipped during the Contract Period.
- (c) A deficiency payment equal to the Linden to Coraopolis Contract Rate will be imposed for each barrel less than the required minimum which the Shipper fails to tender during any month during the Contract Period.
- (d) Shipper may alternatively source up to 100% of the monthly Minimum Volumes from Eagle Point, NJ, Booth, or Chelsea Junction, PA at the same rates shown for the Linden, NJ origin in Table 2, and include those volume in amounts required to meet the monthly Minimum Volume.
- (e) The minimum contract term is five (5) years.

Special Products Handling Charge:

A special handling charge of **[I]** six and forty-eight hundredths cents (6.48¢) per barrel will be added for all unfinished or sub-grade gasolines including Reformulated Gasoline Blend Stock for Oxygen Blending (RBOB) and Conventional Gasoline Blend Stock for Oxygen Blending (CBOB).

Explanation of Reference Marks:

- [U]** Unchanged Rate
- [I]** Increase
- [W]** Change in wording (~~replaced text indicated by strikethrough~~; replacement text indicated by underscore)
- [N]** New (new text indicated by underlining)
- [C]** Cancel