

PLAINS PIPELINE, L.P.

PROPORTIONAL TARIFF

APPLYING ON THE TRANSPORTATION OF

CRUDE PETROLEUM

Governed, except as otherwise provided herein, by rules and regulations published in Plains Pipeline, L.P.'s F.E.R.C. No. 2, supplements thereto or reissues thereof.

This tariff publication is filed in accordance with indexing and tariff ceiling provisions of 18 CFR 342.3.

ISSUED: May 27, 2010

EFFECTIVE: July 1, 2010

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

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(Rates in cents per barrel of 42 United States Gallons each)

Route No.	Origin	Destination	Rate
01	Capline Junction Patoka, Marion County, Illinois	Marathon Pipe Line LLC, Patoka, Marion County, Illinois	[D] 4.15
02	Plains Patoka Terminal, Patoka, Marion County, Illinois	Marathon Pipe Line LLC, Patoka, Marion County, Illinois	[D] 4.15

EXCEPTIONS TO PLAINS PIPELINE, L.P.'S F.E.R.C. NO. 2:

In addition to the provisions stated in Item No. 15 of Plains Pipeline, L.P.'s F.E.R.C. No. 2, supplements thereto and reissues thereof, the following will apply to movements listed herein: Preceding the deliveries made to the Delivery point, Carrier will deliver existing linefill to the account of the shipper. At the conclusion of the Shipper's delivery, it is the Shipper's responsibility to schedule and deliver the replacement of the linefill with equal quality that was received in the preceding delivery. The volume of such deliveries is estimated to be approximately 1,400 barrels and no more than 3,500 barrels.

In lieu of the 0.2% loss allowance deduction stated in Item No. 70(d) of Plains Pipeline, L.P.'s F.E.R.C. No. 2 supplements thereto and reissues thereof, the following loss allowance deduction will apply to the movement listed herein: no loss allowance.

EXPLANATION OF REFERENCE MARKS:

[D] Decrease