

PACIFIC ENERGY PARTNERS LP  
 Form 5  
 January 04, 2006

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
 POLSON DOUGLAS L

(Last) (First) (Middle)

5273 HORSESHOE TRAIL, P.O. BOX 349

(Street)

SEDALIA, MO 64781

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 PACIFIC ENERGY PARTNERS LP [PPX]

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 See Remark (1) below

6. Individual or Joint/Group Reporting

(check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D)	Amount Price		
Common Units Representing Limited Partner Interests	03/23/2005		S4 <sup>(1)</sup>	100 D	\$ 30.03 99,631	D	
Common	03/23/2005		S4 <sup>(1)</sup>	200 D	\$ 30.1 99,631	D	

Edgar Filing: PACIFIC ENERGY PARTNERS LP - Form 5

Units  
Representing  
Limited  
Partner  
Interests

Common  
Units  
Representing  
Limited  
Partner  
Interests

04/13/2005	Â		S4 <sup>(1)</sup>	500	D	\$ 30.45	99,631	D	Â
------------	---	--	-------------------	-----	---	----------	--------	---	---

Common  
Units  
Representing  
Limited  
Partner  
Interests

04/21/2005	Â		S4 <sup>(1)</sup>	500	D	\$ 30.73	99,631	D	Â
------------	---	--	-------------------	-----	---	----------	--------	---	---

Common  
Units  
Representing  
Limited  
Partner  
Interests

04/22/2005	Â		S4 <sup>(1)</sup>	200	D	\$ 31.3	99,631	D	Â
------------	---	--	-------------------	-----	---	---------	--------	---	---

Common  
Units  
Representing  
Limited  
Partner  
Interests

04/27/2005	Â		S4 <sup>(1)</sup>	200	D	\$ 31.85	99,631	D	Â
------------	---	--	-------------------	-----	---	----------	--------	---	---

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 2270  
(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 Security	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 Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of
					(A) (D)	Date Exercisable Date	Title Amount or Number		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POLSON DOUGLAS L 5273 HORSESHOE TRAIL P.O. BOX 349 SEDALIA, CO 80135	X			See Remark (1) below

## Signatures

Douglas L. Polson 01/04/2006

\*\*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) This transaction was inadvertently omitted from the reporting person's Form 4 as a result of administrative error by Merrill Lynch, reporting person's brokerage firm.

^

### Remarks:

(1) Mr. Polson is a Director of Pacific Energy Management LLC, the general partner of Pacific Energy Management LP.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.