

PBF Logistics LP

Form SC 13G/A

February 14, 2019

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

SCHEDULE 13G

**Under the Securities Exchange Act of 1934**

(Amendment No. 1)\*

**PBF Logistics LP (the “Issuer”)**

(Name of Issuer)

**Common Units**

(Title of Class of Securities)

**69318Q104**

(CUSIP Number)

**December 31, 2018**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person’s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. 69318Q104 Page 2 of 14 Pages

	NAMES OF REPORTING PERSONS
<b>1</b>	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) <b>Carlos Slim Helú</b> CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
<b>2</b>	(a) <input type="radio"/>
	(b) <input type="radio"/>
<b>3</b>	SEC USE ONLY
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION <b>México</b>
NUMBER OF	<b>5</b> SOLE VOTING POWER
SHARES	<b>- 0 -</b>
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>6</b> SHARED VOTING POWER <b>4,255,121 Common Units (See Item 4(c))</b>
	<b>7</b> SOLE DISPOSITIVE POWER
	<b>- 0 -</b>
	<b>8</b> SHARED DISPOSITIVE POWER <b>4,255,121 Common Units (See Item 4(c))</b>
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON <b>4,255,121 Common Units (See Item 4(a))</b>
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 <b>9.4% of the total Common Units outstanding (See Item 4(b))</b>
<b>12</b>	TYPE OF REPORTING PERSON*

**IN**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

CUSIP No. 69318Q104 Page 3 of 14 Pages

	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) <b>Carlos Slim Domit</b> CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="radio"/>
	(b) <input type="radio"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION <b>México</b>
NUMBER OF	5 SOLE VOTING POWER
SHARES	- 0 -
BENEFICIALLY OWNED BY	6 SHARED VOTING POWER <b>4,255,121 Common Units (See Item 4(c))</b>
EACH REPORTING	7 SOLE DISPOSITIVE POWER
PERSON WITH	- 0 -
	8 SHARED DISPOSITIVE POWER <b>4,255,121 Common Units (See Item 4(c))</b>
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON <b>4,255,121 Common Units (See Item 4(a))</b>
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 <b>9.4% of the total Common Units outstanding (See Item 4(b))</b>
12	

TYPE OF REPORTING  
PERSON\*  
**IN**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

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	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) <b>Marco Antonio Slim Domit</b> CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="radio"/>
	(b) <input type="radio"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION <b>México</b>
5	SOLE VOTING POWER
NUMBER OF	- 0 -
SHARES	SHARED VOTING POWER
BENEFICIALLY OWNED BY	6 <b>4,255,121 Common Units</b> (See Item 4(c))
EACH REPORTING	7 SOLE DISPOSITIVE POWER
	- 0 -
PERSON WITH	8 SHARED DISPOSITIVE POWER
	<b>4,255,121 Common Units</b> (See Item 4(c))
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON <b>4,255,121 Common Units</b> (See Item 4(a))
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 <b>9.4% of the total Common Units outstanding</b> (See Item 4(b))
12	

TYPE OF REPORTING  
PERSON\*  
**IN**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

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	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) <b>Patrick Slim Domit</b> CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="radio"/>
	(b) <input type="radio"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION <b>México</b>
5	SOLE VOTING POWER
NUMBER OF	- 0 -
SHARES	SHARED VOTING POWER
BENEFICIALLY OWNED BY	6 <b>4,255,121 Common Units (See Item 4(c))</b>
EACH REPORTING PERSON WITH	7 SOLE DISPOSITIVE POWER
	- 0 -
	SHARED DISPOSITIVE POWER
	8 <b>4,255,121 Common Units (See Item 4(c))</b>
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON <b>4,255,121 Common Units (See Item 4(a))</b>
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 <b>9.4% of the total Common Units outstanding (See Item 4(b))</b>
12	

TYPE OF REPORTING  
PERSON\*  
**IN**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

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	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) <b>María Soumaya Slim Domit</b> CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="radio"/>
	(b) <input type="radio"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION <b>México</b>
NUMBER OF	5 SOLE VOTING POWER
SHARES	- 0 -
BENEFICIALLY OWNED BY	6 SHARED VOTING POWER <b>4,255,121 Common Units</b> (See Item 4(c))
EACH REPORTING	7 SOLE DISPOSITIVE POWER
PERSON WITH	- 0 -
	8 SHARED DISPOSITIVE POWER <b>4,255,121 Common Units</b> (See Item 4(c))
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON <b>4,255,121 Common Units (See Item 4(a))</b>
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 <b>9.4% of the total Common Units outstanding (See Item 4(b))</b>
12	

TYPE OF REPORTING  
PERSON\*  
**IN**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

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	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) <b>Vanessa Paola Slim Domit</b> CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="radio"/>
	(b) <input type="radio"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION <b>México</b>
5	SOLE VOTING POWER
NUMBER OF	- 0 -
SHARES	SHARED VOTING POWER
BENEFICIALLY OWNED BY	6 <b>4,255,121 Common Units</b> (See Item 4(c))
EACH REPORTING	7 SOLE DISPOSITIVE POWER
	- 0 -
PERSON WITH	8 SHARED DISPOSITIVE POWER
	<b>4,255,121 Common Units</b> (See Item 4(c))
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON <b>4,255,121 Common Units</b> (See Item 4(a))
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 <b>9.4% of the total Common Units outstanding</b> (See Item 4(b))
12	

TYPE OF REPORTING  
PERSON\*  
**IN**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

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	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) <b>Johanna Monique Slim Domit</b> CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) <input type="radio"/>
	(b) <input type="radio"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION <b>México</b>
5	SOLE VOTING POWER
NUMBER OF	- 0 -
SHARES	SHARED VOTING
BENEFICIALLY OWNED BY	POWER
6	<b>4,255,121 Common Units</b> (See Item 4(c))
7	SOLE DISPOSITIVE POWER
EACH REPORTING	- 0 -
8	SHARED DISPOSITIVE POWER
PERSON WITH	<b>4,255,121 Common Units</b> (See Item 4(c))
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON <b>4,255,121 Common Units (See Item 4(a))</b>
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 <b>9.4% of the total Common Units outstanding (See Item 4(b))</b>
12	

TYPE OF REPORTING  
PERSON\*  
**IN**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

CUSIP No. 69318Q104 Page 9 of 14 Pages

	NAMES OF REPORTING PERSONS
<b>1</b>	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) <b>Inversora Carso, S.A. de C.V., formerly known as Inmobiliaria Carso, S.A. de C.V.</b>
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
<b>2</b>	(a) <input type="radio"/>
	(b) <input type="radio"/>
<b>3</b>	SEC USE ONLY
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION <b>México</b>
NUMBER OF	<b>5</b> SOLE VOTING POWER
SHARES	<b>- 0 -</b>
BENEFICIALLY OWNED BY	SHARED VOTING POWER <b>6 4,255,121 Common Units (See Item 4(c))</b>
EACH REPORTING	SOLE DISPOSITIVE POWER <b>7 - 0 -</b>
PERSON WITH	SHARED DISPOSITIVE POWER <b>8 4,255,121 Common Units (See Item 4(c))</b>
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON <b>4,255,121 Common Units (See Item 4(a))</b>
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 <b>9.4% of the total Common Units</b>

**outstanding (See Item 4(b))**

TYPE OF REPORTING

**12** PERSON\*

**HC**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

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**Item**

**1.**

**Name of Issuer:**

(a)

PBF Logistics LP (the "Issuer")

**Address of Issuer's Principal Executive Offices:**

(b) One Sylvan Way, Second Floor

Parsippany, New Jersey 07054

**Item**

**2.**

**Name of Persons Filing:**

This statement is filed pursuant to Rule 13d-2(b) under the U.S. Securities Exchange Act of 1934, as amended (the "Act"), by the persons listed below (the "Reporting Persons").

(1)

Carlos Slim Helú, Carlos Slim Domit, Marco Antonio Slim Domit, Patrick Slim Domit, María Soumaya Slim Domit, Vanessa Paola Slim Domit and Johanna Monique Slim Domit (collectively, the "Slim Family"). The members of the Slim Family are beneficiaries of a Mexican trust which in turn owns all of the outstanding voting securities of Inversora Carso, S.A. de C.V, formerly known as Inmobiliaria Carso, S.A. de C.V.

(a)

("Inversora Carso").

(2)

Inversora Carso, a *sociedad anónima de capital variable* organized under the laws of the United Mexican States ("Mexico"), is a holding company with portfolio investments in various companies. Inversora Carso owns all of the outstanding voting securities of Control Empresarial de Capitales S.A. de C.V.

(b) **Address of Principal Business Office:**

(i) The principal business address for each member of the Slim Family is:

Paseo de las Palmas 736  
Colonia Lomas de Chapultepec

11000 Ciudad de México,  
México

(ii) Inversora Carso's principal business address is:

Paseo de las Palmas 781  
Piso 3, Lomas de Chapultepec, Sección III  
Miguel Hidalgo, Ciudad de México, México, 11000

**Citizenship:**

- (c) Each member of the Slim Family is a Mexican citizen and Inversora Carso is a Mexican corporation.

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**Title of Class of Securities:**

(d)

Common Units

**CUSIP Number:**

(e)

69318Q104

**Item If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is**

**3. a(n):**

(a) Broker or dealer registered under Section 15 of the Act;

(b) Bank as defined in Section 3(a)(6) of the Act;

(c) Insurance company as defined in Section 3(a)(19) of the Act;

(d) Investment company registered under Section 8 of the Investment Company Act;

(e) Investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

(f) Employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);

(g) Parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);

(h) Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;

Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;

(j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J); or (k) Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

(i) **Item 4.Ownership.(a)**

**Amount Beneficially Owned:**

As of the date of this filing, (i) Inversora Carso, directly or indirectly, owns 4,255,121 Common Units, and (ii) the Slim Family, which are beneficiaries of a Mexican trust that in turn owns all of the issued and outstanding voting equity securities of Inversora Carso, may be deemed to beneficially own indirectly the Common Units beneficially owned, directly or indirectly, by Inversora Carso.

(b) **Percent of Class:**



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The Common Units  
beneficially owned  
by the Slim Family  
constitute  
approximately 9.4%  
of the 45,347,196  
issued and  
outstanding Common  
Units, as reported in  
the Form 10-Q filed  
by the Issuer with the  
Securities and  
Exchange  
Commission ("SEC")  
on October 31, 2018.

The Common Units  
beneficially owned  
by Inversora Carso  
constitute  
approximately 9.4%  
of the 45,347,196  
issued and  
outstanding Common  
Units, as reported in  
the Form 10-Q filed  
by the Issuer with the  
SEC on October 31,  
2018.

- (c) **Number of shares  
as to which such  
person has:**
- Sole power  
to vote or**
  - (i) **to direct  
the vote:**  
-0-
  - (ii) **Shared  
power to  
vote or to  
direct the  
vote:**
- As to the  
Slim  
Family:  
4,255,121

Common  
Units

As to  
Inversora  
Carso:  
4,255,121  
Common  
Units

(iii) **Sole power  
to dispose  
or to direct  
the  
disposition  
of: -0-  
Shared  
power to  
dispose or  
direct the  
disposition  
of:**

(iv) As to the  
Slim  
Family:  
4,255,121  
Common  
Units

As to  
Inversora  
Carso:  
4,255,121  
Common  
Units

**Ownership of Five  
Item 5. Percent or Less of a  
Class.**

If this statement is  
being filed to report  
the fact that as of the  
date hereof the  
reporting person has  
ceased to be the  
beneficial owner of  
more than five  
percent of the class

of securities, check  
the following:

**Item 6. Ownership of More  
than Five Percent  
on Behalf of  
Another Person.**

Not applicable.

**Identification and  
Classification of the  
Subsidiary Which  
Acquired the  
Security Being  
Reported on by the  
Parent Holding  
Company.**

**Item 7. Common Units**  
reported as  
beneficially owned  
by Inversora Carso  
include Common  
Units owned by its  
subsidiary Control  
Empresarial de  
Capitales S.A. de  
C.V.  
**Identification and  
Classification of  
Members of the  
Group.**

The identity of each  
member of the group  
filing this schedule is  
as follows: Carlos

**Item 8.** Slim Helú, Carlos  
Slim Domit, Marco  
Antonio Slim Domit,  
Patrick Slim Domit,  
María Soumaya Slim  
Domit, Vanessa  
Paola Slim Domit,  
Johanna Monique  
Slim Domit, and  
Inversora Carso, S.A.  
de C.V.

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**Notice of Dissolution of Group.**

**Item 9.**

Not applicable.

**Item 10. Certifications.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

The Powers of Attorney for the members of the Slim Family and Inversora Carso, which are filed as exhibits to the Form 4 filed by the Slim Family and Inversora Carso with the SEC on February 12, 2018 in connection with their sale of Class A Common Stock, par value \$0.10 per share of The New York Times Company, and the Joint Filing Agreement among the Slim Family and Inversora Carso, filed by the Slim Family and Inversora Carso with the SEC on August 14, 2017 as an exhibit to the initial Schedule 13G in respect of their ownership of the Issuer, are hereby incorporated herein by reference.

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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Carlos Slim Helú

\_\_\_\_\_  
Carlos Slim Domit

By: /s/ Javier Foncerrada Izquierdo  
Javier Foncerrada Izquierdo

\_\_\_\_\_  
Marco Antonio Slim Domit

*Attorney-in-Fact*  
February 14, 2019

\_\_\_\_\_  
Patrick Slim Domit

\_\_\_\_\_  
María Soumaya Slim Domit

\_\_\_\_\_  
Vanessa Paola Slim Domit

\_\_\_\_\_  
Johanna Monique Slim Domit

\_\_\_\_\_  
INVERSORA CARSO, S.A. DE C.V.

\_\_\_\_\_  
By: Armando Ibáñez Vasquez

Title: Attorney-in-Fact