PLAINS ALL AMERICAN PIPELINE LP Form SC 13G/A February 14, 2002

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

SCHEDULE 13G Under the Securities Exchange Act of 1934 Amendment No. 4

Interiorie ito. 1	
Plains All American Pipel	ine, L.P.
(Name of Issuer)	
Common Units, no par v	alue
(Title of Class of Secu	rities)
726503105	
(CUSIP Number)	
December 31, 200	1
(Date of Event Which Requires Filin	
Check the appropriate box to designate the rule is filed:	pursuant to which this Schedule
[X] Rule 13d-1(b)	
[_] Rule 13d-1(c)	
[_] Rule 13d-1(d)	
Page 1 of 5 page	S
CUSIP No. 726503105 13G	
1. Name of Reporting Person	

I.R.S. Identification No. of above Person

Goldman, Sachs & Co.

2. Check the Appropriate Box if a Member of a Group (a) [_] (b) [_]				
3. SEC Use Only				
4. Citizenship or New York	Place	of Organization		
	5. S	ole Voting Power		
Number of Shares		0		
Beneficially	6. S	hared Voting Power 2,054,391		
Owned by				
Each	7. S	ole Dispositive Power		
Reporting		0		
Person With:	8. S	hared Dispositive Power 2,054,391		
9. Aggregate Amount Beneficially Owned by Each Reporting Person				
2,054,391				
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares				
			[_]	
11. Percent of Class Represented by Amount in Row (9) 6.4%				
12. Type of Reporting Person BD-PN-IA				

CUSIP No. 7265031	13G	
	rting Person ification No. of above Person dman Sachs Group, Inc.	
2. Check the App		a) [_] b) [_]
3. SEC Use Only		
4. Citizenship o	or Place of Organization	
	5. Sole Voting Power	
Number of	0	
Shares Beneficially	6. Shared Voting Power 2,054,391	
Owned by		
Each	7. Sole Dispositive Power	
Reporting	0	
Person With:	8. Shared Dispositive Power 2,054,391	
2,054,39		n
	Aggregate Amount in Row (9) Excludes Certain Sh	nares
11. Percent of Cl 6.4%	lass Represented by Amount in Row (9)	

12. Type of Reporting Person

HC-CO

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Item 4. Ownership.*

- (a). Amount beneficially owned:
 See the response(s) to Item 9 on the attached cover page(s).
- (b). Percent of Class:
 See the response(s) to Item 11 on the attached cover page(s).
- (c). Number of shares as to which such person has:
 - (i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover page(s).
 - (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).
 - (iii). Sole power to dispose or to direct the disposition
 of: See the response(s) to Item 7 on the attached
 cover page(s).
 - (iv). Shared power to dispose or to direct the disposition
 of: See the response(s) to Item 8 on the attached
 cover page(s).

Item 10. Certification.

._____

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and 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.

^{*} The Goldman Sachs Group, Inc. ("GS Group") and Goldman, Sachs & Co. ("Goldman Sachs") each disclaim beneficial ownership of the securities beneficially owned by (i) any client accounts with respect to which Goldman Sachs or employees of Goldman Sachs have voting or investment discretion, or both and (ii) certain investment entities, of which a subsidiary of GS Group or Goldman Sachs is the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than GS Group, Goldman Sachs or their affiliates.

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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.

Date: February 14, 2002

THE GOLDMAN SACHS GROUP, INC.

By: /s/ Roger S. Begelman

Name: Roger S. Begelman Title: Attorney-in-fact

GOLDMAN, SACHS & CO.

By: /s/ Roger S. Begelman

Name: Roger S. Begelman Title: Attorney-in-fact

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