

Buckeye GP Holdings L.P.  
Form 8-K  
July 27, 2007

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

---

**FORM 8-K**

**CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): **July 26, 2007**

**Buckeye GP Holdings L.P.**

(Exact Name of Registrant Specified in Charter)

**Delaware**  
(State or Other  
Jurisdiction of Incorporation)

**001-32963**  
(Commission File  
Number)

**11-3776228**  
(I.R.S. Employer  
Identification No.)

**Five TEK Park**  
**9999 Hamilton Blvd.**  
**Breinigsville, Pennsylvania**  
(Address of Principal Executive Offices)

**18031**  
(Zip Code)

Registrant's telephone number, including area code: **(610) 904-4000**

**Not Applicable**

## Edgar Filing: Buckeye GP Holdings L.P. - Form 8-K

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 2.02 Results of Operations and Financial Condition.**

On July 26, 2007, Buckeye GP Holdings L.P. ( BGH ) issued a press release announcing its second quarter 2007 financial results. The press release is being furnished with this Current Report on Form 8-K as Exhibit 99.1 and is hereby incorporated herein by reference.

The information provided in this Item 2.02 (including Exhibit 99.1) shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be incorporated by reference in any filing made by the Registrant pursuant to the Securities Act of 1933, as amended, other than to the extent that such filing incorporates by reference any or all of such information by express reference thereto.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(c) At its meeting on July 26, 2007, the Board of Directors of MainLine Management LLC ( MainLine Management ), the general partner of BGH, appointed Eric Gustafson as Senior Vice President, Operations and Technology of MainLine Management. Mr. Gustafson, 58, has served as Senior Vice President, Operations and Technology of Buckeye GP LLC ( Buckeye GP ), the general partner of Buckeye Partners, L.P. (NYSE: BPL) ( Buckeye ) since January 1, 2005 and will continue to serve Buckeye GP in that capacity. BGH is the parent company of Buckeye GP. Prior to January 1, 2005, Mr. Gustafson had served as Vice President, Transportation and Technology of Buckeye Pipe Line Services Company ( Services Company ) since May 1998. Services Company is a services organization that employs the majority of Buckeye s and its subsidiaries workforce. There is no arrangement or understanding between Mr. Gustafson and any other persons pursuant to which he was appointed as Senior Vice President, Operations and Technology of MainLine Management.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

99.1 Press release of Buckeye GP Holdings L.P. issued July 26, 2007.

2

---

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BUCKEYE GP HOLDINGS L.P.**

By: MAINLINE MANAGEMENT LLC,  
its General Partner

By: STEPHEN C. MUTHER  
Stephen C. Muther  
Executive Vice President, Administration,  
and Legal Affairs

Dated: July 26, 2007

3

---

**Exhibit Index**

Exhibit

99.1 Press release of Buckeye GP Holdings L.P. issued July 26, 2007.

---