

Boardwalk Pipeline Partners, LP
Form 8-A12B
November 04, 2005

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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

BOARDWALK PIPELINE PARTNERS, LP

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State of Incorporation or Organization)

20-3265614
(I.R.S. Employer Identification No.)

3800 Frederica Street
Owensboro, Kentucky 42301

(Address of Principal Executive Offices and Zip Code)

**If this form relates to the registration of a class of securities
pursuant to Section 12(b) of the Exchange Act and is effective**

**If this form relates to the registration of a class of securities
pursuant to Section 12(g) of the Exchange Act and is effective**

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pursuant to General Instruction A.(c), check the following box. pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: 333-127578

Securities to be registered pursuant to Section 12(b) of the Act:

<u>Title of Each Class to be so Registered</u>	<u>Name of Each Exchange on Which Each Class is to be Registered</u>
Common Units representing limited partner interests	New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act: None

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

A description of common units representing limited partner interests in Boardwalk Pipeline Partners, LP (the Registrant) is set forth under the captions Summary, Description of the Common Units, The Partnership Agreement and Material Tax Consequences in the prospectus to be filed by the Registrant pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus will constitute a part of the Registrant's Registration Statement on Form S-1, as amended (Registration No. 333-127578), initially filed with the Securities and Exchange Commission on August 16, 2005. Such prospectus, in the form in which it is so filed, shall be deemed to be incorporated herein by reference.

Item 2. Exhibits.

The following exhibits to this registration statement on Form 8-A are incorporated by reference from the documents specified which have been filed with the Securities and Exchange Commission.

<u>Exhibit No.</u>	<u>Description</u>
1.	Registrant's Registration Statement on Form S-1 (Registration No. 333-127578), initially filed with the Securities and Exchange Commission on August 16, 2005 and subsequently amended (the <u>Form S-1 Registration Statement</u>) (incorporated herein by reference).
2.	Certificate of Limited Partnership of the Registrant (incorporated herein by reference to Exhibit 3.1 to the Form S-1 Registration Statement).
3.	Form of First Amended and Restated Agreement of Limited Partnership of the Registrant (incorporated herein by reference to Exhibit 3.2 to the Form S-1 Registration Statement).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

BOARDWALK PIPELINE PARTNERS, LP

By: **BOARDWALK GP, LP**
its General Partner

By: **BOARDWALK GP, LLC**
its General Partner

/s/ Jamie L. Buskill

By: _____
Jamie L. Buskill
Chief Financial Officer

Date: November 3, 2005

INDEX TO EXHIBITS

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