

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Boardwalk Pipelines Holding Corp.</u> (Last) (First) (Middle) <u>3800 FREDERICA STREET</u> (Street) <u>OWENSBORO KY 42301</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Boardwalk Pipeline Partners, LP [BWP]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>11/15/2005</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units representing limited partner interests	11/15/2005	11/15/2005	J ⁽¹⁾		53,256,122	A	(1)	53,256,122	D ⁽²⁾	(2)

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Subordinated Units representing limited partner interests	(3)	11/15/2005	11/15/2005	J ⁽¹⁾		33,093,878	(3)	(3)	Common Units	33,093,878	(3)	33,093,878	D ⁽²⁾	(2)

1. Name and Address of Reporting Person* <u>Boardwalk Pipelines Holding Corp.</u> (Last) (First) (Middle) <u>3800 FREDERICA STREET</u> (Street) <u>OWENSBORO KY 42301</u> (City) (State) (Zip)	1. Name and Address of Reporting Person* <u>LOEWS CORP</u> (Last) (First) (Middle) <u>667 MADISON AVENUE</u> (Street) <u>NEW YORK NY 10021</u> (City) (State) (Zip)
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Explanation of Responses:

1. On November 15, 2005, in connection with the Issuer's initial public offering of common limited partnership units, Boardwalk Pipelines Holding Corp. (BPHC) contributed assets to the Issuer and received 53,256,122 common units and 33,093,878 subordinated limited partnership units of the Issuer. Loews Corporation owns 100% of BPHC and thus beneficially owns all the reported securities. Information regarding Loews is set forth on Exhibit 99 to this Form 4.
2. BPHC directly owns all securities reported on this Form 4, Loews's ownership form is indirect, through BPHC.
3. Each subordinated unit will convert into one common unit at the end of the subordination period. The subordination period will end at such time as the Issuer has earned and paid (a) the minimum quarterly distribution on all of its outstanding units for three consecutive four quarter periods or (b) 150% of the minimum quarterly distribution on all outstanding units for one four quarter period. The subordinated units will also convert into common units if the Issuer's general partner is removed without cause and units held by affiliates of the general partner are not voted in favor of such removal. The subordinated units have no expiration date.

Remarks:

/s/ Jamie Buskill, Chief Financial
Officer, Boardwalk Pipelines Holding Corp. 11/17/2005

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Information regarding joint filer

Name:	Loews Corporation
Address:	667 Madison Avenue New York, NY 10021
Designated Filer:	Boardwalk Pipelines Holding Corp.
Issuer & Ticker Symbol:	Boardwalk Pipeline Partners, LP (BWP)
Date of Event Requiring Statement:	11/15/05