

PBF Logistics LP
Form SC 13G
August 21, 2017
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)*

PBF Logistics LP (the “Issuer”)

(Name of Issuer)

Common Units

(Title of Class of Securities)

69318Q104

(CUSIP Number)

August 14, 2017

(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).

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NAMES OF REPORTING PERSONS
1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Carlos Slim Helú
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2
 (a)
 (b)
3 SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION
México
5 SOLE VOTING POWER
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH **6** **- 0 -**
 SHARED VOTING POWER
2,156,204 Common Units (See Item 4(c))
7 SOLE DISPOSITIVE POWER
- 0 -
 SHARED DISPOSITIVE POWER
8 **2,156,204 Common Units (See Item 4(c))**
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,156,204 Common Units (See Item 4(a))
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
11 **5.1% of the total Common Units outstanding (See Item 4(b))**
12 TYPE OF REPORTING PERSON*

IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

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1 NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Carlos Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a)
 (b)

3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
México

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5	SOLE VOTING POWER
6	SHARED VOTING POWER
7	SOLE DISPOSITIVE POWER
8	SHARED DISPOSITIVE POWER

- 0 -
2,156,204 Common Units (See Item 4(c))
- 0 -
2,156,204 Common Units (See Item 4(c))

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,156,204 Common Units (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
----	---

5.1% of the total Common Units outstanding (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)
Marco Antonio Slim Domit
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A
2 GROUP*
 (a)
 (b)
3 SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION
México
5 SOLE VOTING POWER
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6 SHARED VOTING POWER
2,156,204 Common Units (See Item 4(c))
7 SOLE DISPOSITIVE POWER
- 0 -
8 SHARED DISPOSITIVE POWER
2,156,204 Common Units (See Item 4(c))
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,156,204 Common Units (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
5.1% of the total Common Units outstanding (See Item 4(b))
12 TYPE OF REPORTING PERSON*
IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

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1 NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Patrick Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

3 (a) SEC USE ONLY
 4 (b) CITIZENSHIP OR PLACE OF ORGANIZATION
México

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SOLE VOTING POWER
- 0 -

7 SHARED VOTING POWER
2,156,204 Common Units (See Item 4(c))

8 SOLE DISPOSITIVE POWER
- 0 -

9 SHARED DISPOSITIVE POWER
2,156,204 Common Units (See Item 4(c))

10 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,156,204 Common Units (See Item 4(a))

11 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
5.1% of the total Common Units outstanding (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)
María Soumaya Slim Domit
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A
2 GROUP*
 (a)
 (b)
3 SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION
México
5 SOLE VOTING POWER
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6 SHARED VOTING POWER
2,156,204 Common Units (See Item 4(c))
7 SOLE DISPOSITIVE POWER
- 0 -
8 SHARED DISPOSITIVE POWER
2,156,204 Common Units (See Item 4(c))
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,156,204 Common Units (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
5.1% of the total Common Units outstanding (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)
Vanessa Paola Slim Domit
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A
2 GROUP*
 (a)
 (b)
3 SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION
México
5 SOLE VOTING POWER
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6 SHARED VOTING POWER
2,156,204 Common Units (See Item 4(c))
7 SOLE DISPOSITIVE POWER
- 0 -
8 SHARED DISPOSITIVE POWER
2,156,204 Common Units (See Item 4(c))
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,156,204 Common Units (See Item 4(a))
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
 PERCENT OF CLASS REPRESENTED BY AMOUNT
11 IN ROW 9
5.1% of the total Common Units outstanding (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)
Johanna Monique Slim Domit
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A
2 GROUP*
 (a)
 (b)
3 SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION
México
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5 SOLE VOTING POWER
- 0 -
6 SHARED VOTING POWER
2,156,204 Common Units (See Item 4(c))
7 SOLE DISPOSITIVE POWER
- 0 -
8 SHARED DISPOSITIVE POWER
2,156,204 Common Units (See Item 4(c))
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,156,204 Common Units (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
5.1% of the total Common Units outstanding (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)
Inversora Carso, S.A. de C.V., formerly known as Inmobiliaria Carso, S.A. de C.V.
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A
2 GROUP*
 (a)
 (b)
3 SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION
México
 NUMBER OF **5** SOLE VOTING POWER
 SHARES **- 0 -**
 BENEFICIALLY **6** SHARED VOTING POWER
 OWNED BY **2,156,204 Common Units (See Item 4(c))**
 EACH **7** SOLE DISPOSITIVE POWER
 REPORTING **- 0 -**
 PERSON WITH **8** SHARED DISPOSITIVE POWER
2,156,204 Common Units (See Item 4(c))
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,156,204 Common Units (See Item 4(a))
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
 PERCENT OF CLASS REPRESENTED BY AMOUNT
11 IN ROW 9
5.1% of the total Common Units outstanding (See Item 4(b))
12

TYPE OF REPORTING

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:

Lago Zurich 245
Presa Falcon, Piso 20
Colonia Granada Ampliación
11529 Ciudad de México,
México

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 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is 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;
- (i) Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act; or
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4. **Ownership.**

Amount Beneficially Owned:

(a) As of the date of this filing, (i) Inversora Carso, directly or indirectly, owns 2,156,204 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:**

The Common Units beneficially owned by the Slim Family constitute approximately 5.1% of the 41,892,785 issued and outstanding Common Units, as reported in the Form 10-Q filed by the Issuer with the Securities and Exchange Commission on August 3, 2017.

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The Common Units beneficially owned by Inversora Carso constitute approximately 5.1% of the 41,892,785 issued and outstanding Common Units, as reported in the Form 10-Q filed by the Issuer with the Securities and Exchange Commission on August 3, 2017.

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(c) **Number of shares
as to which such
person has:**

**(i) Sole power
to vote or
to direct
the vote:**

-0-

**Shared
power to
vote or to
direct the
vote:**

(ii) As to the
Slim
Family:
2,156,204
Common
Units

As to
Inversora
Carso:
2,156,204
Common
Units

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

**(iv) Shared
power to
dispose or
direct the
disposition
of:**

As to the
Slim
Family:

2,156,204
Common
Units

As to
Inversora
Carso:
2,156,204
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:

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

**Notice of
Dissolution of**

Item 9. Group.

Not applicable.

Item 10. Certifications.

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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 Amendment No. 1 to the Schedule 13G filed by the Reporting Persons with the U.S. Securities and Exchange Commission on February 14, 2014 in respect of their ownership in equity shares of YPF Sociedad Anónima are hereby incorporated herein by reference. The Joint Filing Agreement among the members of the Slim Family and Inversora Carso is filed as Exhibit 99-1 to this Schedule 13G.

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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
August 21, 2017

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

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Exhibit Index

Exhibit 99.1 Joint Filing Agreement, dated as of August 21, 2017, by and between the Slim Family and Inversora Carso.