#### **DOWNES LAURENCE M**

Form 4/A

December 12, 2006

## FORM 4

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

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

response...

5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

DOWNES LAURENCE M			Symbol					Issuer			
	NEW JERSEY RESOURCES CORP [NJR]				CORP	(Check all applicable)					
(Last)					e of Earliest Transaction th/Day/Year)				_X_ Director 10% OwnerX_ Officer (give title Other (specify		
				006				below) below) Chairman, President and CEO			
	(Street)			endment, D	_	1		6. Individual or Joint/Group Filing(Check			
			11/30/2	nth/Day/Yea 2006	г)			Applicable Line) _X_ Form filed by One Reporting Person			
WALL, NJ	07719							Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acqu	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deen Execution any (Month/E	n Date, if	3. Transaction Code (Instr. 8)	4. Securit or(A) or Di (Instr. 3,	sposed	of (D)	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)	
Common Stock	11/29/2006			S	300	D	\$ 51.41	116,333.676 (1)	D		
Common Stock	11/29/2006			S	500	D	\$ 51.42	115,833.676 (1)	D		
Common Stock	11/29/2006			S	800	D	\$ 51.44	115,033.676 (1)	D		
Common Stock	11/29/2006			S	200	D	\$ 51.45	114,833.676 (1)	D		
Common Stock	11/29/2006			S	200	D	\$ 51.5	114,633.676 (1)	D		

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Common Stock	11/29/2006	S	100	D	\$ 51.51	114,533.676 (1)	D
Common Stock	11/29/2006	S	500	D	\$ 51.52	114,033.676 (1)	D
Common Stock	11/29/2006	S	200	D	\$ 51.54	113,833.676 (1)	D
Common Stock	11/29/2006	S	100	D	\$ 51.55	113,733.676 (1)	D
Common Stock	11/29/2006	S	500	D	\$ 51.56	113,233.676 (1)	D
Common Stock	11/28/2006	S	100	D	\$ 51.58	113,133.676 (1)	D
Common Stock	11/29/2006	S	400	D	\$ 51.59	112,733.676 (1)	D
Common Stock	11/29/2006	S	400	D	\$ 51.6	112,333.676 (1)	D
Common Stock	11/29/2006	S	800	D	\$ 51.61	111,533.676 (1)	D
Common Stock	11/29/2006	S	300	D	\$ 51.62	111,233.676 (1)	D
Common Stock	11/28/2006	S	100	D	\$ 51.63	111,133.676 (1)	D
Common Stock	11/29/2006	S	200	D	\$ 51.64 <u>(2)</u>	110,933.676 (1)	D
Common Stock	11/29/2006	S	600	D	\$ 51.65	110,333.676 (1)	D
Common Stock	11/29/2006	S	200	D	\$ 51.66	110,133.676 (1)	D
Common Stock	11/29/2006	S	10,700	D	\$ 51.68	99,433.676 (1)	D
Common Stock	11/29/2006	S	100	D	\$ 51.69	99,333.676 <u>(1)</u> <u>(3)</u>	D

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
<b>Fg</b>	Director	10% Owner	Officer	Other				
DOWNES LAURENCE M								
1415 WYCKOFF ROAD	X		Chairman, President and CEO					
WALL, NJ 07719								

# **Signatures**

Rhonda M. Figueroa - Attorney-In-Fact (POA 12/12/2006 on file) \*\*Signature of Reporting Person

# **Explanation of Responses:**

- 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).
  - This is Part 2 of 2 of this amended Form 4. This amendment reflects a correction in the total amount of securities beneficially owned
- (1) following each transaction. The original total did not reflect the addition of 45,000 shares of Common Stock acquired upon the exercise of stock options on November 28, 2006 originally reported on Table II of the Form 4 dated November 30 2006.

Date

- (2) This amendment reflects a correction in the price at which the securities were disposed.
- Total includes shares held outright; shares held in Company ESOP Plan that are accounted for on a unitized basis and reflect calculated value, and shares in the Company's compensation deferral plan which includes reinvested dividends.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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