

NEW JERSEY RESOURCES CORP

Form 4

November 30, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DOWNES LAURENCE M

(Last) (First) (Middle)

**C/O NEW JERSEY RESOURCES
CORPORATION, 1415 WYCKOFF
ROAD**

(Street)

WALL, NJ 07719

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**NEW JERSEY RESOURCES CORP
[NJR]**

3. Date of Earliest Transaction
(Month/Day/Year)
11/28/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Chairman, President and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)
Common Stock	11/29/2006		S	300 D	\$ 71,333.676 51.41 (1)	D	
Common Stock	11/29/2006		S	500 D	\$ 70,833.676 51.42	D	
Common Stock	11/29/2006		S	800 D	\$ 70,033.676 51.44	D	
Common Stock	11/29/2006		S	200 D	\$ 69,833.676 51.45	D	
	11/29/2006		S	200 D	\$ 69,633.676 51.5	D	

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Common Stock								
Common Stock	11/29/2006	S	100	D	\$ 51.51	69,533.676	D	
Common Stock	11/29/2006	S	500	D	\$ 51.52	69,033.676	D	
Common Stock	11/29/2006	S	200	D	\$ 51.54	68,833.676	D	
Common Stock	11/29/2006	S	100	D	\$ 51.55	68,733.676	D	
Common Stock	11/29/2006	S	500	D	\$ 51.56	68,233.676	D	
Common Stock	11/29/2006	S	100	D	\$ 51.58	68,133.676	D	
Common Stock	11/29/2006	S	400	D	\$ 51.59	67,733.676	D	
Common Stock	11/29/2006	S	400	D	\$ 51.6	67,333.676	D	
Common Stock	11/29/2006	S	800	D	\$ 51.61	66,533.676	D	
Common Stock	11/29/2006	S	300	D	\$ 51.62	66,233.676	D	
Common Stock	11/29/2006	S	100	D	\$ 51.63	66,133.676	D	
Common Stock	11/29/2006	S	200	D	\$ 51.54	65,933.676	D	
Common Stock	11/29/2006	S	600	D	\$ 51.65	65,333.676	D	
Common Stock	11/29/2006	S	200	D	\$ 51.66	65,133.676	D	
Common Stock	11/29/2006	S	10,700	D	\$ 51.68	54,433.676	D	
Common Stock	11/29/2006	S	100	D	\$ 51.69	54,333.676 (2)	D	
Common Stock						178.661 (3)	I	Cust. for Rel.

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

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(9-02)

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DOWNES LAURENCE M
C/O NEW JERSEY RESOURCES CORPORATION
1415 WYCKOFF ROAD
WALL, NJ 07719

Chairman, President and CEO

Signatures

Rhonda M. Figueroa - Attorney-in-Fact (POA
on file)

11/30/2006

__Signature of Reporting Person

Date

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).

(1) Part 2 of 2 - continuation of Part 1 of 2 of the Form 4 submitted this date.

(2) 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.

(3) Total includes reinvested dividends through the Company's Dividend Reinvestment Plan.

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

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