

NEW JERSEY RESOURCES CORP

Form 4

November 03, 2004

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 *
TARNEY WAYNE K

(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)
11/01/2004

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)
Sr. V.P., Strategic Planning

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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/01/2004		M		3,000	A	\$ 27.333	0	D
Common Stock	11/01/2004		S		400	D	\$ 41.27	0	D
Common Stock	11/01/2004		S		950	D	\$ 41.29	0	D
Common Stock	11/01/2004		S		600	D	\$ 41.3	0	D
	11/01/2004		S		50	D	\$ 41.33	0	D

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Common Stock							
Common Stock	11/01/2004	S	150	D	\$ 41.4	0	D
Common Stock	11/01/2004	S	150	D	\$ 41.45	0	D
Common Stock	11/01/2004	S	700	D	\$ 41.49	0	D
Common Stock	11/01/2004	M	15,000	A	\$ 24.625	0	D
Common Stock	11/01/2004	S	100	D	\$ 40.95	0	D
Common Stock	11/01/2004	S	150	D	\$ 40.96	0	D
Common Stock	11/01/2004	S	200	D	\$ 40.98	0	D
Common Stock	11/01/2004	S	400	D	\$ 41	0	D
Common Stock	11/01/2004	S	850	D	\$ 41.01	0	D
Common Stock	11/01/2004	S	300	D	\$ 41.02	0	D
Common Stock	11/01/2004	S	150	D	\$ 41.05	0	D
Common Stock	11/01/2004	S	50	D	\$ 41.06	0	D
Common Stock	11/01/2004	S	100	D	\$ 41.07	0	D
Common Stock	11/01/2004	S	50	D	\$ 41.09	0	D
Common Stock	11/01/2004	S	1,450	D	\$ 41.1	0	D
Common Stock	11/01/2004	S	100	D	\$ 41.11	0	D
Common Stock	11/01/2004	S	400	D	\$ 41.12	0	D
Common Stock	11/01/2004	S	300	D	\$ 41.13	0	D
Common Stock	11/01/2004	S	700	D	\$ 41.14	0	D
	11/01/2004	S	1,500	D	\$ 41.15	0	D

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Common
Stock

Common Stock	11/01/2004	S	450	D	\$ 41.16	0	D
Common Stock	11/01/2004	S	500	D	\$ 41.17	0	D
Common Stock	11/01/2004	S	600	D	\$ 41.18	0	D
Common Stock	11/01/2004	S	500	D	\$ 41.19	0	D
Common Stock	11/01/2004	S	2,550	D	\$ 41.2	0 ⁽¹⁾	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.

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(9-02)

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 A Underlying S (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Option (Right-To-Buy)	\$ 27.333 (2)	11/01/2004		M		3,000 (2)		11/29/2001(4)	11/29/2010	Common Stock
Option (Right-To-Buy)	\$ 24.625 (3)	11/01/2004		M		15,000 (3)		01/26/2000(4)	01/26/2009	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
TARNEY WAYNE K C/O NEW JERSEY RESOURCES CORPORATION 1415 WYCKOFF ROAD	Sr. V.P., Strategic Planning

WALL, NJ 07719

Signatures

Oleta J. Harden - Attorney-In-Fact (POA
on file)

11/03/2004

__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) This is form 1 of 2. Number of entries exceeds lines allowed on form. Please see continuation of Form 4 on form 2 of 2.
- (2) Original 40,000 options at \$41.00 per share were previously reported. This changed to 60,000 options at a price of \$27.333 per share due to 3 for 2 stock split effective 3/1/02.
- (3) Original 10,000 options at \$36.9375 per share were previously reported. This changed to 15,000 options at a price of \$24.625 per share due to 3 for 2 stock split effective 3/1/02.
- (4) Options are exercisable 25% each year beginning on the first anniversary date of the grant, which is listed here.

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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