

NEW JERSEY RESOURCES CORP
 Form 4
 November 10, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WOLF GARY W

(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)
11/08/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 | | | | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|---------------------|---|--------|------------|---|--|-----------------------------------|
| | | | Code | V | Amount | Price | | | |
| Common Stock | 11/08/2005 | | M | | 7,500 | A \$ 18.5 | 0 | D | |
| Common Stock | 11/08/2005 | | S | | 300 | D \$ 41.94 | 0 | D | |
| Common Stock | 11/08/2005 | | S | | 800 | D \$ 41.95 | 0 | D | |
| Common Stock | 11/08/2005 | | S | | 800 | D \$ 41.98 | 0 | D | |
| | 11/08/2005 | | S | | 1,000 | D \$ 42 | 0 | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|------------|-------------------------|---|
| Common Stock | | | | | | | |
| Common Stock | 11/08/2005 | S | 200 | D | \$ 42.01 | 0 | D |
| Common Stock | 11/08/2005 | S | 600 | D | \$ 42.02 | 0 | D |
| Common Stock | 11/08/2005 | S | 2,200 | D | \$ 42.03 | 0 | D |
| Common Stock | 11/08/2005 | S | 1,600 | D | \$ 42.04 | 0 | D |
| Common Stock | 11/08/2005 | M | 1,500 | A | \$ 21.0833 | 0 | D |
| Common Stock | 11/08/2005 | S | 400 | D | \$ 42.04 | 0 | D |
| Common Stock | 11/08/2005 | S | 1,100 | D | \$ 42.05 | 0 | D |
| Common Stock | 11/08/2005 | M | 1,500 | A | \$ 22.8333 | 0 | D |
| Common Stock | 11/08/2005 | S | 100 | D | \$ 42.05 | 0 | D |
| Common Stock | 11/08/2005 | S | 650 | D | \$ 42.06 | 0 | D |
| Common Stock | 11/08/2005 | S | 750 | D | \$ 42.07 | 0 | D |
| Common Stock | 11/08/2005 | M | 2,250 | A | \$ 26.3333 | 0 | D |
| Common Stock | 11/08/2005 | S | 2,150 | D | \$ 42.07 | 0 | D |
| Common Stock | 11/08/2005 | S | 100 | D | \$ 42.08 | 0 | D |
| Common Stock | 11/08/2005 | M | 2,250 | A | \$ 26.5833 | 0 | D |
| Common Stock | 11/08/2005 | S | 400 | D | \$ 42.08 | 0 | D |
| Common Stock | 11/08/2005 | S | 200 | D | \$ 42.09 | 0 | D |
| Common Stock | 11/08/2005 | S | 400 | D | \$ 42.11 | 0 | D |
| Common Stock | 11/08/2005 | M | 2,250 | A | \$ 28.9667 | 0 | D |
| | 11/08/2005 | M | 1,500 | A | \$ 30.2 | 6,593.09 ⁽¹⁾ | D |

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Common
Stock

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

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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 Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Stock Option (Right-to-Buy) | \$ 18.5 ⁽²⁾ | 11/08/2005 | | M | 7,500 ⁽³⁾ | 07/31/1997 ⁽⁴⁾ 07/31/2006 | Common Stock |
| Stock Option (Right-to-Buy) | \$ 21.0833 ⁽²⁾ | 11/08/2005 | | M | 1,500 ⁽³⁾ | 07/31/1998 ⁽⁴⁾ 07/31/2007 | Common Stock |
| Stock Option (Right-to-Buy) | \$ 22.8333 ⁽²⁾ | 11/08/2005 | | M | 1,500 ⁽³⁾ | 07/31/1999 ⁽⁴⁾ 07/31/2008 | Common Stock |
| Stock Option (Right-to-Buy) | \$ 26.3333 ⁽²⁾ | 11/08/2005 | | M | 2,250 ⁽³⁾ | 07/31/2000 ⁽⁴⁾ 07/31/2009 | Common Stock |
| Stock Option (Right-to-Buy) | \$ 26.5833 ⁽²⁾ | 11/08/2005 | | M | 2,250 ⁽³⁾ | 07/31/2001 ⁽⁴⁾ 07/31/2010 | Common Stock |
| Stock Option (Right-to-Buy) | \$ 28.9667 ⁽²⁾ | 11/08/2005 | | M | 2,250 ⁽³⁾ | 07/31/2002 ⁽⁴⁾ 07/31/2011 | Common Stock |
| Stock Option (Right-to-Buy) | \$ 30.2 ⁽²⁾ | 11/08/2005 | | M | 1,500 ⁽³⁾ | 07/31/2003 ⁽⁴⁾ 07/31/2012 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WOLF GARY W C/O NEW JERSEY RESOURCES CORPORATION 1415 WYCKOFF ROAD WALL, NJ 07719 | X | | | |

Signatures

| | |
|--|------------|
| Oleta J. Harden - Attorney-In-Fact (POA on file) | 11/10/2005 |
| __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) Total includes reinvested dividends through Company DRP.
- (2) Price reflects change due to 3 for 2 stock split as of 3/1/02.
- (3) Option shares represent increase due to 3 for 2 stock split as of 3/1/02.
- (4) Options are exercisable 25% each year beginning on the first anniversary date of the grant, which is listed here.

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