

NEW JERSEY RESOURCES CORP  
 Form 4  
 May 12, 2006

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ZILAI DEBORAH G**

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**C/O NEW JERSEY RESOURCES CORPORATION, 1415 WYCKOFF ROAD**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/12/2006**

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ 10% Owner  
 \_\_\_\_\_ Other (specify below)  
**Vice President of Subsidiary**

(Street)  
**WALL, NJ 07719**

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

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

(City) (State) (Zip)

**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	05/12/2006		M	15,000 A \$ 27.3333	24,432.3 <sup>(1)</sup>	D	
Common Stock	05/12/2006		S	100 D \$ 44.53	24,332.3 <sup>(1)</sup>	D	
Common Stock	05/12/2006		S	300 D \$ 44.5	24,032.3 <sup>(1)</sup>	D	
Common Stock	05/12/2006		S	1,000 D \$ 44.49	23,032.3 <sup>(1)</sup>	D	
	05/12/2006		S	100 D \$ 44.7	22,932.3 <sup>(1)</sup>	D	

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Common Stock							
Common Stock	05/12/2006	S	200	D	\$ 44.44	22,732.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	100	D	\$ 44.43	22,632.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	600	D	\$ 44.42	22,032.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	100	D	\$ 44.31	21,932.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	100	D	\$ 44.26	21,832.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	800	D	\$ 44.12	21,032.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	1,800	D	\$ 44.11	19,232.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	100	D	\$ 44.09	19,132.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	800	D	\$ 44.08	18,332.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	300	D	\$ 44.07	18,032.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	1,100	D	\$ 44.06	16,932.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	1,400	D	\$ 44.05	15,532.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	100	D	\$ 44.02	15,432.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	300	D	\$ 44.01	15,132.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	500	D	\$ 44	14,632.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	100	D	\$ 43.99	14,532.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	500	D	\$ 43.98	14,032.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	400	D	\$ 43.96	13,632.3 <u>(1)</u>	D
Common Stock	05/12/2006	S	100	D	\$ 43.95	13,532.3 <u>(1)</u>	D
	05/12/2006	S	200	D	\$ 43.93	13,332.3 <u>(1)</u>	D

Common Stock							
Common Stock	05/12/2006	S	100	D	\$ 43.91	13,232.3 <sup>(1)</sup>	D
Common Stock	05/12/2006	S	300	D	\$ 43.9	12,932.3 <sup>(1)</sup>	D
Common Stock	05/12/2006	S	600	D	\$ 43.88	12,332.3 <sup>(1)</sup>	D
Common Stock	05/12/2006	S	100	D	\$ 43.87	12,232.3 <sup>(1)</sup>	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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**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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (Right-to-Buy)	\$ 27.3333 <sup>(2)</sup>	05/12/2006		M	15,000 <sup>(3)</sup>	11/29/2001 <sup>(4)</sup>	11/29/2010	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZILAI DEBORAH G C/O NEW JERSEY RESOURCES CORPORATION 1415 WYCKOFF ROAD WALL, NJ 07719			Vice President of Subsidiary	

## Signatures

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

05/12/2006

\_\_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) Total includes shares held outright, shares held in Compensation Deferral Plan and shares held in 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 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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