

SEC Form 4

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	February 28, 2011
Estimated average burden hours per response	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instruction 1(b).

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

1. Name and Address of Reporting Person* <u>Hekemian Robert S Jr</u>  (Last) (First) (Middle) 39 TWINBROOK ROAD  (Street) SADDLE RIVER NJ 07458  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>FIRST REAL ESTATE INVESTMENT TRUST OF NEW JERSEY [ FREVS ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) X Other (specify below)  Trustee
	3. Date of Earliest Transaction (Month/Day/Year) 07/09/2007	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			
Shares of Beneficial Interest <sup>(1)</sup>	07/09/2007		J		56,960	D	\$0	70,800	I <sup>(2)</sup>	By Partnerships
Shares of Beneficial Interest <sup>(1)</sup>	07/09/2007		J		2,085	A	\$0	135,749	D <sup>(3)</sup>	
Shares of Beneficial Interest <sup>(1)</sup>								4,838	I	Trustee for Children
Shares of Beneficial Interest <sup>(1)</sup>								1,000	I <sup>(4)</sup>	By Spouse
Shares of Beneficial Interest <sup>(1)</sup>								21,208	I <sup>(5)</sup>	By Trust

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

**Explanation of Responses:**

1. First Real Estate Investment Trust of New Jersey is a real estate investment trust. Beneficial interests in the Trust are designated as "shares" without par value.
2. Several partnerships in which the reporting person is a partner distributed shares out of such partnerships to their respective partners. The amount of shares beneficially owned following the reported transactions represent shares held by certain partnerships in which the reporting person is a partner. The reporting person disclaims beneficial ownership to these shares except to the extent of his pecuniary interest in such partnerships.
3. Shares acquired by the reporting person as a result of the distributions described in Footnote 2.
4. The reporting person disclaims beneficial ownership to these shares.
5. Shares are held in trust for which the reporting person is a beneficiary. The reporting person disclaims beneficial ownership to these shares except to the extent of his pecuniary interest in such trust.

/s/ Robert S. Hekemian, Jr.      02/27/2008  
 \*\* Signature of Reporting Person      Date

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

\* 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).

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

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 Number.