

SEC Form 4

FORM 4

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>HEKEMIAN ROBERT S</u> _____ (Last) (First) (Middle) 17 OLD WOODS ROAD _____ (Street) SADDLE NJ 07458 RIVER _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>FIRST REAL ESTATE INVESTMENT TRUST OF NEW JERSEY [FREVS]</u>			5. Relationship of Reporting Person(s) to issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Chairman of the Board / Trustee		
			3. Date of Earliest Transaction (Month/Day/Year) 06/25/2007					
			4. If Amendment, Date of Original Filed (Month/Day/Year)					
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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			
Shares of Beneficial Interest ⁽¹⁾	06/25/2007		J		23,628	D	\$0	81,736	I ⁽²⁾	Partnerships
Shares of Beneficial Interest ⁽¹⁾	07/09/2007		J		36,736	D	\$0	45,000	I ⁽²⁾	Partnerships
Shares of Beneficial Interest ⁽¹⁾	07/09/2007		J		116	A	\$0	45,116	I ⁽²⁾	Partnerships
Shares of Beneficial Interest ⁽¹⁾	07/09/2007		J		11,772	A	\$0	130,627	D ⁽³⁾	
Shares of Beneficial Interest ⁽¹⁾								65,540	I ⁽⁴⁾	Foundation
Shares of Beneficial Interest ⁽¹⁾								74,392	I ⁽⁵⁾	By Wife
Shares of Beneficial Interest ⁽¹⁾								87,472	I ⁽⁶⁾	Pension Plan
Shares of Beneficial Interest ⁽¹⁾								14,196	I ⁽⁷⁾	By Trusts

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 partnership.
3. Shares acquired by the reporting person as a result of the distributions described in Footnote 2.
4. Shares held by the Robert and Mary Jane Hekemian Foundation, Inc. of which the reporting person is the President. The reporting person disclaims beneficial ownership to these shares.
5. Shares held by the reporting person's wife, with respect to which shares he disclaims beneficial ownership.

6. Shares held by the Hekemian & Co., Inc. Pension Plan of which the reporting person is a trustee and a participant. The reporting person disclaims beneficial ownership to these shares except to the extent of his pecuniary interest in the Pension Plan.

7. Shares held in certain trusts for which the reporting person is a trustee and one trust in 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 trusts.

/s/ Robert S. Hekemian 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.