

LANDY EUGENE W  
Form 4  
March 16, 2011

**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 \*  
LANDY EUGENE W

2. Issuer Name and Ticker or Trading Symbol  
MONMOUTH REAL ESTATE INVESTMENT CORP [MNR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2011

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

JUNIPER BUSINESS PLAZA,  
SUITE 3-C, 3499 RT. 9 NORTH

(Street)

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

FREEHOLD, NJ 07728

(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
MNR Common Stock	03/15/2011		P		1,290.3225	A	\$ 7.75
MNR Common Stock	03/15/2011		P		1,290.3225	A	\$ 7.75
MNR Common Stock							699,399.199 (1)
						D	

Windsor Industrial Park Associates

Juniper Plaza Associates

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MNR Common Stock	145,457.303 <u>(2)</u>	I	Spouse
MNR Common Stock	188,982.189 <u>(3)</u>	I	Landy & Landy Employees' Pension Plan
MNR Common Stock	229,031.35 <u>(4)</u>	I	Landy & Landy Employees' Profit Sharing Plan
MNR Common Stock	111,200	I	Eugene W. and Gloria Landy Family Foundation
MNR Common Stock	13,048	I	Landy Investments, Ltd.

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 Amount of Underlying Securities (Instr. 3 and 4)	8. P Deri Secu (Inst	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Qualified Stock Option to Purchase Common	\$ 8.72					01/03/2012	01/03/2019	MNR Common Stock	65,000

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Stock						
Qualified Stock						
Option to Purchase Common Stock	\$ 7.22	01/05/2011	01/05/2018	MNR Common Stock	65,000	
Qualified Stock						
Option to Purchase Common Stock	\$ 7.25	10/20/2009	10/20/2016	MNR Common Stock	65,000	
Qualified Stock						
Option to Purchase Common Stock	\$ 8.22	12/12/2008	12/12/2015	MNR Common Stock	65,000	
Qualified Stock						
Option to Purchase Common Stock	\$ 8.7	09/21/2006	09/21/2013	MNR Common Stock	16,375	
Qualified Stock						
Option to Purchase Common Stock	\$ 8.05	01/22/2008	01/22/2015	MNR Common Stock	16,375	
Qualified Stock						
Option to Purchase Common Stock	\$ 8.15	08/02/2007	08/02/2014	MNR Common Stock	65,000	
Qualified Stock						
Option to Purchase Common Stock	\$ 7.89	08/03/2005	08/03/2012	MNR Common Stock	65,000	
Qualified Stock						
Option to Purchase	\$ 8.28	08/10/2006	08/10/2013	MNR Common Stock	65,000	

