

LANDY EUGENE W  
Form 4  
November 16, 2010

**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 \*  
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)  
11/15/2010

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
MNR Common Stock	11/15/2010		P		1,269.8412	A	\$ 7.875
							4,282.0079 (1)
MNR Common Stock							14,515.2807 (2)
MNR Common Stock							643,966.411
							D
							Windsor Industrial Park Associates
							Juniper Plaza Associates

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MNR Common Stock		140,291.415	I	Spouse
MNR Common Stock		185,846.991	I	Landy & Landy Employees' Pension Plan
MNR Common Stock		223,923.026	I	Landy & Landy Employees' Profit Sharing Plan
MNR Common Stock		86,200	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.

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SEC 1474  
(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. Price or Number of Shares (Instr. 3 and 4)
Qualified Stock Option to Purchase Common	\$ 7.22					Date Exercisable: 01/05/2011 Expiration Date: 01/05/2018	MNR Common Stock	65,000

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Stock						
Qualified Stock					MNR	
Option to Purchase	\$ 7.25		10/20/2009	10/20/2016	Common	65,000
Common Stock					Stock	
Qualified Stock					MNR	
Option to Purchase	\$ 8.22		12/12/2008	12/12/2015	Common	65,000
Common Stock					Stock	
Qualified Stock					MNR	
Option to Purchase	\$ 8.7		09/21/2006	09/21/2013	Common	16,375
Common Stock					Stock	
Qualified Stock					MNR	
Option to Purchase	\$ 8.05		01/22/2008	01/22/2015	Common	16,375
Common Stock					Stock	
Qualified Stock					MNR	
Option to Purchase	\$ 8.15		08/02/2007	08/02/2014	Common	65,000
Common Stock					Stock	
Qualified Stock					MNR	
Option to Purchase	\$ 6.9		01/22/2004	01/22/2011	Common	65,000
Common Stock					Stock	
Qualified Stock					MNR	
Option to Purchase	\$ 7.89		08/03/2005	08/03/2012	Common	65,000
Common Stock					Stock	
Qualified Stock					MNR	
Option to Purchase	\$ 8.28		08/10/2006	08/10/2013	Common	65,000
Option to Purchase					Stock	

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANDY EUGENE W JUNIPER BUSINESS PLAZA, SUITE 3-C 3499 RT.9 NORTH FREEHOLD, NJ 07728	X	X	President	

## Signatures

Eugene W.  
Landy

11/16/2010

\_\_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) Includes 4.2857 shares previously acquired under the MNR Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reflected on this Form 4 to show total holdings.
  - (2) Includes 247.033 shares previously acquired under the MNR Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reflected on this Form 4 to show total holdings.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.