

COADY MAUREEN E
Form 4
October 21, 2008

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 *
COADY MAUREEN E

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3499 RT 9 N, STE 3C
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/20/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Treasurer and Controller

FREEHOLD, NJ 07728

(City) (State) (Zip)

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

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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| Monmouth Real Estate Investment Corporation | | | | (A) or (D) | 276.635 | D | |
| Monmouth Real Estate Investment Corporation | | | | (A) or (D) | 1,428 | I | Account is C/F Daughter, Hope |
| Monmouth Real Estate Investment Corporation | | | | (A) or (D) | 1,428 | I | Account is C/F Son, Hayden |

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

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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) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code V | (A) (D) | Date Exercisable Expiration Date | Title |
| Monmouth Real Estate Investment Corporation | \$ 7.25 | 10/20/2008 | | A | 25,000 <u>(1)</u> | 10/20/2009 10/20/2016 | Monmouth Real Estate Investment Corporation 25 |
| Monmouth Real Estate Investment Corporation | \$ 7.8 | | | | | 03/10/2009 03/10/2016 | Monmouth Real Estate Investment Corporation 25 |
| Monmouth Real Estate Investment Corporation | \$ 8.05 | | | | | 01/22/2008 01/22/2015 | Monmouth Real Estate Investment Corporation 6 |
| Monmouth Real Estate Investment Corporation | \$ 8.7 | | | | | 09/21/2006 09/21/2013 | Monmouth Real Estate Investment Corporation 6 |
| Monmouth Real Estate Investment Corporation | \$ 8.04 | | | | | 09/12/2007 09/12/2014 | Monmouth Real Estate Investment Corporation 25 |
| Monmouth Real Estate Investment Corporation | \$ 8.28 | | | | | 08/10/2006 08/10/2013 | Monmouth Real Estate Investment Corporation 25 |
| Monmouth Real Estate Investment Corporation | \$ 7.41 | | | | | 05/21/2005 05/21/2012 | Monmouth Real Estate Investment Corporation 15 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| COADY MAUREEN E 3499 RT 9 N STE 3C FREEHOLD, NJ 07728 | | | Treasurer and Controller | |

Signatures

Susan M. Jordan 10/21/2008

__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) New stock option granted.

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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