ROTHENBERG EUGENE D

Form 4/A January 20, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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See Instruction

Check this box

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ROTHENBERG EUGENE D			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) 3499 ROUTE	(First) (Note: 19 NORTH, ST	3. Date of Earliest Transaction (Month/Day/Year) 09/15/2009			_X_ Director Officer (give below)	Officer (give title Other (specify			
F			4. If Amendment, Date Original Filed(Month/Day/Year) 09/17/2009			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I	- Non-Der	ivative Se	curities Acq	uired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Exect	Deemed ution Date, if ath/Day/Year)	3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	l (A) or l of (D)	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				Coue v	Amount	(D) Titee	71,480.1733 (1)	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title a Amount of Underlying Securities (Instr. 3 a	of ng s	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address	Relationships					
Toporous o water runte / runte oso	Director	10% Owner	Officer	Other		
ROTHENBERG EUGENE D 3499 ROUTE 9 NORTH STE 3C FREEDHOLD, NJ 07728	X					

Signatures

Susan M. Jordan 01/20/2010

**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).
 - Amendment reflects current shares held; original filing included new d/r shares for 9/15/2009 and subsequent filing of 12/15/2009.
- (1) Shareholder was not in d/r during that timeframe. Thus total shares held as of this filing have been reduced to remove those d/r shares previously reported during that period.

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.

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