Doll Dennis W Form 4 October 04, 2011

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

AL OWNERSHIP OF Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. *See* Instruction

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 Doll Dennis W	s of Reporting	g Person *	2. Issuer Name and Ticker or Trading Symbol MIDDLESEX WATER CO [MSEX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction	(Check all applicable)			
15 EDWARD AVENUE			(Month/Day/Year) 10/04/2011	_X_ Director 10% Owner _X_ Officer (give title _X_ Other (specify below) President / CEO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
MONROE TOWNSHIP, NJ 08831			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State) (Z	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)	(Instr. 3,	(A) or	d 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)	
Common Stock (Restricted Stock Book Entry)	10/03/2011			1,500	` ′		8,293	D		
Common Stock (Restricted Stock Book Entry)	10/03/2011		J	3,364	A	\$ 16.97	11,657	D		
Common Stock (Book	10/03/2011		J	1,500	A	\$ 16.97	1,500	D		

Entry)

Common

Stock (DRP Certificate 300 D

Form)

Common Stock

(Shares held 19,500 D $^{(1)}$

in street name)

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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)	4. Transa Code (Instr.	8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)
			Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships							
coporting of the remaining frame of	Director	10% Owner	Officer	Other				
Doll Dennis W 15 EDWARD AVENUE MONROE TOWNSHIP, NJ 08831	X		President	CEO				
Signatures								

Signatures

/s/Kenneth J. Quinn, Power of Attorney for Dennis W. Doll

**Signature of Reporting Person Date

Reporting Owners 2

10/04/2011

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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) Joint Account with Spouse Barbara A. Doll

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.