

BERRY PETROLEUM CO  
Form 4/A  
July 14, 2006

**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 \*  
**REHKOPF BRIAN L**

(Last) (First) (Middle)

**C/O BERRY PETROLEUM  
COMPANY 5201 TRUXTUN**

(Street)

**BAKERSFIELD, CA 93309**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**BERRY PETROLEUM CO [BRY]**

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

**07/12/2006**

4. If Amendment, Date Original Filed (Month/Day/Year)

**07/14/2006**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Former Vice President

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Class A Common Stock	07/12/2006		M		20,000 A \$ 7.8438	73,634	D
Class A Common Stock	07/12/2006		S		100 D \$ 32.32	73,534	D
Class A Common Stock	07/12/2006		S		100 D \$ 32.31	73,434	D
Class A Common	07/12/2006		S		500 D \$ 32.3	72,934	D

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Stock							
Class A Common Stock	07/12/2006	S	200	D	\$ 32.29	72,734	D
Class A Common Stock	07/12/2006	S	100	D	\$ 32.28	72,634	D
Class A Common Stock	07/12/2006	S	300	D	\$ 32.27	72,334	D
Class A Common Stock	07/12/2006	S	200	D	\$ 32.26	72,134	D
Class A Common Stock	07/12/2006	S	100	D	\$ 32.22	72,034	D
Class A Common Stock	07/12/2006	S	200	D	\$ 32.21	71,834	D
Class A Common Stock	07/12/2006	S	500	D	\$ 32.2	71,334	D
Class A Common Stock	07/12/2006	S	200	D	\$ 32.15	71,134	D
Class A Common Stock	07/12/2006	S	100	D	\$ 32.12	71,034	D
Class A Common Stock	07/12/2006	S	100	D	\$ 32.11	70,934	D
Class A Common Stock	07/12/2006	S	200	D	\$ 32.05	70,734	D
Class A Common Stock	07/12/2006	S	100	D	\$ 31.81	70,634	D
Class A Common Stock	07/12/2006	S	100	D	\$ 31.79	70,534	D
Class A Common Stock	07/12/2006	S	300	D	\$ 31.78	70,234	D

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Class A Common Stock	07/12/2006		S	100	D	\$ 31.76	70,134	D
Class A Common Stock	07/12/2006		S	100	D	\$ 31.74	70,034	D
Class A Common Stock	07/12/2006		S	100	D	\$ 31.72	69,934	D
Class A Common Stock	07/12/2006		S	300	D	\$ 31.71	69,634	D
Class A Common Stock	07/12/2006		S	300	D	\$ 31.7	69,334	D
Class A Common Stock	07/12/2006		S	300	D	\$ 31.69	69,034	D
Class A Common Stock	07/12/2006		S	700	D	\$ 31.68	68,334	D
Class A Common Stock	07/12/2006		S	500	D	\$ 31.67	67,834	D
Class A Common Stock	07/12/2006		S	800	D	\$ 31.66	67,034	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)

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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

Option Type	Exercise Price	Grant Date	Expiration Date	Class	Quantity	of Shares
Nonstatutory Stock Option	\$ 9.97		12/05/2004 08/03/2006	Class A Common Stock	20,000	20,000
Nonstatutory Stock Option	\$ 21.58		11/23/2005 08/03/2006	Class A Common Stock	10,000	10,000
Nonstatutory Stock Option	\$ 7.8438	07/12/2006		Class A Common Stock	20,000	20,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REHKOPF BRIAN L C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN BAKERSFIELD, CA 93309				Former Vice President

## Signatures

Kenneth A Olson under POA or Brian Rehkopf 07/14/2006

\*\*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).
- 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.