

DINONZIO JOSEPH A

Form 4

August 23, 2005

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 *
 DINONZIO JOSEPH A

 2. Issuer Name and Ticker or Trading Symbol
 ARTESIAN RESOURCES CORP
 [ARTNA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

 3. Date of Earliest Transaction
 (Month/Day/Year)
 08/22/2005

 _____ Director _____ 10% Owner
☒ Officer (give title below) _____ Other (specify below)
 Senior VP / Corp Secretary

(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

(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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Non-Voting Common Stock	08/22/2005		X		300	A	\$ 10.35
Class A Non-Voting Common Stock	08/22/2005		S		300	D	\$ 30.5
Class A Non-Voting Common Stock	08/23/2005		X		2,700	A	\$ 10.35

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Class A Non-Voting Common Stock	08/23/2005	S	1,600	D	\$ 30.05	9,527	D	
Class A Non-Voting Common Stock	08/23/2005	S	500	D	\$ 30.23	9,027	D	
Class A Non-Voting Common Stock	08/23/2005	S	400	D	\$ 30	8,627	D	
Class A Non-Voting Common Stock	08/23/2005	S	100	D	\$ 30.11	8,527	D	
Class A Non-Voting Common Stock	08/23/2005	S	100	D	\$ 30.5	8,427	D	
Class A Non-Voting Common Stock						18	I	custodian for sons

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 Underlying Security (Instr. 3 and 4)
	\$ 10.35	08/22/2005		X	300	11/28/1997 05/28/2007	

Non-Qualified
Stock Option
(right to buy)

Class A
Non-Voting
Common
Stock

Non-Qualified
Stock Option
(right to buy)

\$ 10.35

08/23/2005

X

2,700

11/28/1997

05/28/2007

Class A
Non-Voting
Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DINONZIO JOSEPH A			Senior VP / Corp Secretary	

Signatures

Joseph A.
DiNunzio

08/23/2005

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.

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