

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | |
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| OMB Number: | 3235-0287 |
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| 1. Name and Address of Reporting Person* <u>REHKOPF BRIAN L</u> (Last) (First) (Middle) <u>C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN</u> (Street) <u>BAKERSFIELD CA 93309</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>BERRY PETROLEUM CO [BRY]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Former Vice President</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>07/12/2006</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>07/14/2006</u> | |
| | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
| | | | 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 Stock | 07/12/2006 | | S | | 500 | D | \$32.3 | 72,934 | D | |
| 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 | |
| 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 | |

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) | 4. Deemed Execution Date, if any (Month/Day/Year) | 5. Transaction Code (Instr. 8) | 6. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 7. Date Exercisable and Expiration Date (Month/Day/Year) | 8. Title and Amount of Securities Underlying or Derivative Security (Instr. 3 and 4) | 9. Price of Derivative Security (Instr. 5) | 10. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 11. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 12. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|---|--------------------------------|--|--|--|--|---|---|--|
| | | | | | | | | | | | |
| Nonstatutory Stock Option | \$9.97 | | | V | (A) (D) | 12/05/2004-08/03/2006 | Class A Common Stock | 20,000 | 20,000 | D | |
| Nonstatutory Stock Option | \$21.58 | | | | | 11/23/2005 08/03/2006 | Class A Common Stock | 10,000 | 10,000 | D | |
| Nonstatutory Stock Option | \$7.8438 | 07/12/2006 | | M | | 12/02/2001 08/04/2006 | Class A Common Stock | 20,000 | \$0 | 0 | D |

Explanation of Responses:

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

** Signature of Reporting Person Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.