

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>Wheat Jamie L.</u> (Last) (First) (Middle) 1999 BROADWAY, SUITE 3700 (Street) DENVER CO 80202 (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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Controller
	3. Date of Earliest Transaction (Month/Day/Year) 12/11/2010	
		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	12/11/2010		M		466 ⁽³⁾	A	\$41.195	729	D	
Class A Common Stock	12/12/2010		J		107 ⁽⁵⁾	A	\$0	157	I	Held in 401(k) Account
Class A Common Stock	12/12/2010		M		375 ⁽⁶⁾	A	\$41.195	1,104	D	
Class A Common Stock	12/14/2010		S		113 ⁽⁸⁾	D	\$43.04	991	D	
Class A Common Stock	12/14/2010		S		140 ⁽⁹⁾	D	\$43.3	851	D	

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 of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					
RSU 8-25-08 ⁽¹⁾	\$0					08/25/2011 ⁽²⁾	08/24/2018	Class A Common Stock		940	D	
2009 Restricted Stock Units	\$0	12/11/2010		M	466 ⁽⁴⁾	12/11/2010	12/11/2019	Class A Common Stock	\$41.195	1,401	D	
2008 Restricted Stock Units	\$0	12/12/2010		M	375 ⁽⁷⁾	12/11/2009	12/11/2018	Class A Common Stock	\$41.195	750	D	

Explanation of Responses:

- 1 for 1
- Restricted Stock Units vest 100% three years from date of grant. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.
- Vested shares issued pursuant to Rule 16b-3 plan.
- Vested shares issued pursuant to Rule 16b-3 plan.
- Shares of Common Stock acquired by the reporting person in the Company's 401(k) Plan. All transactions were at market and were non-discretionary.
- Vested shares issued pursuant to Rule 16b-3 plan.
- Vested shares issued pursuant to Rule 16b-3 plan.
- Shares sold to cover taxes on RSU vesting under Rule 16b-3 Plan.
- Shares sold to cover taxes on RSU vesting under Rule 16b-3 Plan.

Kenneth A. Olson Under POA for Jamie L. Wheat 12/14/2010

** 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.

