

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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

<p>1. Name and Address of Reporting Person*</p> <p><u>GAUL J HERBERT JR</u></p> <p>(Last) (First) (Middle)</p> <p><u>C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN</u></p> <p>(Street)</p> <p><u>BAKERSFIELD CA 93309</u></p> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>BERRY PETROLEUM CO [BRY]</u></p> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p><u>09/30/2006</u></p> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director 10% Owner</p> <p>Officer (give title below) Other (specify below)</p> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
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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				
<u>Class A Common Stock</u>									4,000	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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
<u>Nonstatutory Stock Options</u>	<u>\$7.0312</u>							<u>12/02/1999</u>	<u>12/02/2009</u>	<u>Class A Common Stock</u>		<u>10,000</u>		<u>D</u>
<u>Nonstatutory Stock Options</u>	<u>\$7.8438</u>							<u>12/02/2000</u>	<u>12/02/2010</u>	<u>Class A Common Stock</u>		<u>10,000</u>		<u>D</u>
<u>Nonstatutory Stock Options</u>	<u>\$7.725</u>							<u>12/02/2001</u>	<u>12/02/2011</u>	<u>Class A Common Stock</u>		<u>10,000</u>		<u>D</u>
<u>Nonstatutory Stock Options</u>	<u>\$8.07</u>							<u>12/02/2002</u>	<u>12/02/2012</u>	<u>Class A Common Stock</u>		<u>10,000</u>		<u>D</u>
<u>Nonstatutory Stock Options</u>	<u>\$9.61</u>							<u>12/02/2003</u>	<u>12/02/2013</u>	<u>Class A Common Stock</u>		<u>10,000</u>		<u>D</u>
<u>Nonstatutory Stock Options</u>	<u>\$21.77</u>							<u>12/02/2004</u>	<u>12/02/2014</u>	<u>Class A Common Stock</u>		<u>10,000</u>		<u>D</u>
<u>Nonstatutory Stock Option</u>	<u>\$30.645</u>							<u>12/15/2005</u>	<u>12/15/2015</u>	<u>Class A Common Stock</u>		<u>10,000</u>		<u>D</u>
<u>Phantom Stock Units⁽¹⁾</u>	<u>\$0⁽²⁾</u>	<u>09/30/2006</u>		<u>A</u>		<u>740</u>		<u>08/08/1988⁽³⁾</u>	<u>08/08/1988⁽⁴⁾</u>	<u>Class A Common Stock</u>	<u>\$28.16</u>	<u>25,784</u>		<u>D</u>

Explanation of Responses:

- 1 for 1
- 1 for 1
- Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.
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Kenneth A Olson under POA 10/03/2006
for J. Gaul

** 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.

