

**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>BUSH WILLIAM E JR</u>  (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 <u>BERRY PETROLEUM CO [ BRY ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/22/2007	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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							450	I	As Custodian for minor grandchildren	
Class A Common Stock	03/22/2007		S		3,000	D	\$29.97	343,196	D	
Class A Common Stock	03/22/2007		S		3,000	D	\$29.98	340,196	D	
Class A Common Stock	03/22/2007		S		4,300	D	\$29.81	335,896	D	
Class A Common Stock	03/22/2007		S		10,000	D	\$29.86	325,896	D	
Class A Common Stock	03/22/2007		S		5,000	D	\$29.88	320,896	D	
Class A Common Stock	03/22/2007		S		5,100	D	\$29.82	315,796	D	
Class A Common Stock	03/22/2007		S		13,500	D	\$29.8	302,296	D	
Class A Common Stock	03/22/2007		S		10,000	D	\$29.85	292,296	D	
Class A Common Stock	03/22/2007		S		10,000	D	\$30	282,296	D	
Class A Common Stock	03/22/2007		S		5,000	D	\$30.01	277,296	D	
Class A Common Stock	03/22/2007		S		100	D	\$29.84	277,196	D	
Class A Common Stock	03/22/2007		S		5,000	D	\$30.1	272,196	D	
Class A Common Stock	03/23/2007		S		1,000	D	\$30.2	271,196	D	
Class A Common Stock	03/23/2007		S		4,000	D	\$30.14	267,196	D	
Class A Common Stock	03/23/2007		S		4,000	D	\$30.12	263,196	D	
Class A Common Stock	03/23/2007		S		3,000	D	\$30.19	260,196	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		Date Exercisable	Expiration Date					
Nonstatutory Stock Options	\$21.77						12/02/2004	12/02/2014	Class A Common Stock	10,000	10,000	D	
Nonstatutory Stock Option	\$30.645						12/15/2005	12/15/2015	Class A Common Stock	10,000	10,000	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	Title	Amount or Number of Shares				
Nonstatutory Stock Option	\$32.565							12/15/2006	12/14/2016	Class A Common Stock	10,000		10,000	D	

Explanation of Responses:

Kenneth A Olson under POA  
for William Bush

03/26/2007

\*\* 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.

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