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Phone: 732-938-1480

**VIA FEDERAL EXPRESS**

August 12, 2002

Securities and Exchange Commission  
450 Fifth Street, NW  
Washington, DC 20549

RECEIVED  
OFFICE OF THE SECRETARY  
AUG 13 2002

Attn: Johathon G. Katz, Secretary of Commission

**Re: SEC Order 4-460**

Dear Mr. Katz:

Enclosed please find the certificates of the Chief Executive Officer and Chief Financial Officer of New Jersey Resources Corporation pursuant to the above order.

Please acknowledge receipt of these certificates by signing the enclosed copy of this letter and returning it in the envelope provided.

Thank you.

Very truly yours,

A handwritten signature in cursive script that reads 'O. J. Harden'.

OLETA J. HARDEN  
Senior Vice President and Secretary

Enclosures

**Exhibit A  
(Corrected)**

**STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND  
PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES  
RELATING TO EXCHANGE ACT FILINGS**

I, Laurence M. Downes, Chairman & Chief Executive Officer of New Jersey Resources Corporation, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of New Jersey Resources Corporation, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with New Jersey Resources Corporation's Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - Annual Report on Form 10-K for the fiscal year ended September 30, 2001 for New Jersey Resources Corporation;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of New Jersey Resources Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

[Signature\*] *Laurence M. Downes*  
 [Name] Laurence M. Downes  
 [Date] August 12, 2002

Subscribed and sworn to  
 before me this 12<sup>th</sup> day of  
August 2002.

*[Signature]*  
 Notary Public

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AUG 13 2002

My Commission Expires:  
4/26/04

[\* Separate statements to be signed by each of the Principal Executive Officer and the Principal Financial Officer.]