YORK WATER CO Form 4/A October 18, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

common

stock

10/17/2005

(Print or Type Responses)

NAYLOR IRVIN S			2. Issuer Name and Ticker or Trading Symbol			S. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			YORK WATER CO [yorw]						
(Last)	(First) (Middle)	3. Date of	f Earliest Tr	ansaction				
			(Month/I	Day/Year)			_X_ Director	10%	
130 EAST	MARKET STRE	10/17/2005			_X_ Officer (give title Other (specify				
BOX 1508	9						below) Vice C	below) Chairman of Boa	ard
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)				Applicable Line)		
			10/17/2	005			_X_ Form filed by		
YORK, PA	A 17405-7089						Form filed by I Person	More than One Re	porting
(City)	(State)	(Zip)	Tab	le I - Non-D	erivative	Securities Ac	quired, Disposed o	f, or Beneficial	ly Owned
1.Title of	2. Transaction Date	e 2A. Deen	ned	3.	4. Securit	ies Acquired	5. Amount of	6. Ownership	7. Nature o
Security	(Month/Day/Year)	Execution	Date, if	Transactio	n(A) or Di	sposed of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any		Code	(Instr. 3,	4 and 5)	Beneficially	(D) or	Beneficial
		(Month/D	ay/Year)	(Instr. 8)			Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
						(A)	Reported		
						or	Transaction(s)		
				Code V	Amount		(Instr. 3 and 4)		

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

P

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 control number.

SEC 1474

(9-02)

54,901.944

24.38

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

6.525

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title a Amount of Underlying Securities (Instr. 3 a	of ng s	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address	Relationships						
. Programme and the same	Director	10% Owner	Officer	Other			
NAYLOR IRVIN S							
130 EAST MARKET STREET	X		Vice Chairman of Board				
P O BOX 15089	Λ		vice Chairman of Board				
YORK, PA 17405-7089							

Signatures

/s/ Bonnie J. Rexroth, Assistant Secretary by Power of Attorney 10/18/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) The amount of securities beneficially owned was stated incorrectly on Form 4 filed 10/17/2005. This amendment states the correct number of securities beneficially owned.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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