

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

POST EFFECTIVE AMENDMENT NO. 7
FORM S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

MIDDLESEX WATER COMPANY
(Exact name of Registrant as specified in its charter)

New Jersey
(State or other jurisdiction of
incorporation or organization)

22-1114430
(I.R.S. Employer
Identification No.)

1500 Ronson Road, Iselin, New Jersey 08830
(Address of principal executive offices)

732-634-1500
(Registrants telephone number, including area code)

MARION F. REYNOLDS
Vice President,
Secretary and Treasurer
Middlesex Water Company
1500 Ronson Road
Iselin, New Jersey 08830
732-634-1500

(Name, address, and telephone number of agent for service)

Copy to:
PETER D. HUTCHEON
Norris, McLaughlin & Marcus
721 Route 202 & 206 North
PO Box 1018
Somerville, NJ 08876-1018

If the only securities being registered on this form are
being offered pursuant to dividends or interest reinvestment plans,
please check the following box [x]

CALCULATION OF REGISTRATION FEE

Title Of Shares to be Registered	Amount To Be Registered	Proposed Maximum Aggregate Price Per Unit	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee
Common Stock	800,000	\$ 20.8125	\$ 16,650,000	\$ 4,912

The Post Effective Amendment filed herewith relates to
Registration No. 33-11717 on Form S-3 filed by the
registrant on December 12, 1991.

Average of the bid and asked price as of July 20, 1998.

The date of this Prospectus Supplement is July 20, 1998.

RE: AUTHORIZATION OF ADDITIONAL SHARES OF THE DRIP PLAN

Dear Shareholder:

Middlesex Water Company has offered a Dividend Reinvestment and
Common Stock Purchase Plan since 1982 to enable our stockholders to
obtain additional stock in the Company through a direct purchase. The
Prospectus has been amended to reflect the Company's authorization of an
additional 800,000 shares to be issued under the Plan. Except for this
increased authorization of shares, no other changes have been made to
the information you have previously received.

No action is required on your part with respect to this amendment.
Additional information concerning the Plan may be obtained by writing to
either of the addresses shown below:

Middlesex Water Company
Registrar and Transfer Company
10 Commerce Drive
Cranford, New Jersey 07016

Or

Middlesex Water Company
Vice President, Secretary
and Treasurer
P.O. Box 1500
Iselin, New Jersey 08830-0452

Very truly yours,

MIDDLESEX WATER COMPANY

/J. Richard Tompkins/
J. Richard Tompkins
Chairman of the Board
and President

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Registration Statement or Amendment thereto, to be signed on its behalf by the undersigned, thereunto duly authorized, in the Township of Woodbridge, State of New Jersey on the 20th day of July 1998.

MIDDLESEX WATER COMPANY

/J. Richard Tompkins/
J. Richard Tompkins,
Chairman of the Board and President

Pursuant to the requirements of the securities Act of 1933, this Registration Statement or Amendment has been signed below by the following persons in the capacities and on the date indicated.

Title	Signature	Date
Chairman of the Board and President and Director	/J. Richard Tompkins/ J. Richard Tompkins	02/26/98 Date
Executive Vice President and Director	/Richard A. Russo/ Richard A. Russo	02/26/98 Date
Director	/John C. Cutting/ John C. Cutting	02/26/98 Date
Director	/Ernest C. Gere/ Ernest C. Gere	02/26/98 Date
Director	/John P. Mulkerin/ John P. Mulkerin	02/26/98 Date
Director	/Stephen H. Mundy/ Stephen H. Mundy	02/26/98 Date
Director	/Philip H. Reardon/ Philip H. Reardon	02/26/98 Date
Director	/William E. Scott/ William E. Scott	02/26/98 Date
Director	/Jeffries Shein/ Jeffries Shein	02/26/98 Date

