

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)

(Over)

FORM 4 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Owner- ship (Instr. 4)
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Explanation of Responses:

/s/ M.F. Reynolds, Power of Attorney for
Walter G. Reinhard

October 2, 2002

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.

POWER OF ATTORNEY

This Power of attorney is made on August 22, 2002

I, WALTER G. REINHARD, as a member of the Board of Directors of Middlesex Water Company hereby appoint the Corporate Secretary or Assistant Corporate Secretary of Middlesex Water Company as Attorney-in-Fact on my behalf to prepare, sign and file SEC form 4 with respect to those transactions required to be reported, including but not limited to, change in ownership of any equity security, under Section 403 of the Securities Exchange Act of 1934. I further authorize my Attorney-in-Fact to do any and all things necessary on my behalf to accomplish the foregoing in order that SEC form 4 may be filed timely in accordance with the provisions of the Securities Act of 1934, as the same may be amended from time to time.

This Power of Attorney shall not be affected by subsequent disability or incapacity of the undersigned, or lapse of time.

By signing below, I acknowledge that I have received a copy of this Power of Attorney and that I understand its terms.

Witness:

/s/ Kenneth J. Quinn

/s/ Walter G. Reinhard

Walter G. Reinhard

State of New Jersey
County Of Middlesex

I certify that on August 22, 2002 J. Richard Tompkins personally came before me and stated to my satisfaction that this person:

- (a) was the maker of the above instrument, and
- (b) executed this instrument as his/her own act.

/s/ Janine Y. Bauer

Janine Y. Bauer
Notary Public
My Commission Expires
March 1, 2006