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NEW ENGLAND REALTY ASSOCIATES LIMITED PARTNERSHIP

Form 4

March 29, 2006

FORM 4

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

OMB Number:

3235-0287

0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per response...

_X__ 10% Owner

Form 4 or Form 5 obligations may continue.

Section 16.

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).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * **BROWN HAROLD**

2. Issuer Name and Ticker or Trading Symbol

Issuer

Director

NEW ENGLAND REALTY

ASSOCIATES LIMITED PARTNERSHIP [NEN]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

X_ Officer (give title Other (specify below) Treasurer

C/O NEW ENGLAND REALTY ASSOCIATES, LIMITED **PARTNERSHIP 39 BRIGHTON AVENUE**

4. If Amendment, Date Original

03/27/2006

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

ALLSTON, MA 02134

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ear) Execution Date, if Transaction(A) or Disposed of any Code (D)		* /	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	(A) or Amount (D) Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
NEN - Depositary Receipts	03/27/2006	03/28/2006	P	2,000 A \$ 75.7	51,061	D		
NEN Depositary Receipts					184,746	Ι	Owned by NERA 1994 Irrevocable Trust,	

Grantor

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Trust established by reporting person

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transactio	5. orNumber	6. Date Exerc Expiration D		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security	or Exercise	, ,	any	Code	of	(Month/Day/		Underl		Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	`	/	Securit		(Instr. 5)	Bene
(=======)	Derivative		((======================================	Securities				3 and 4)	(======================================	Owne
	Security				Acquired			(223042)			Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration		Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships					
		10% Owner	Officer Othe				
BROWN HAROLD							
C/O NEW ENGLAND REALTY ASSOCIATES		X	Treasurer				

ALLSTON, MA 02134

Signatures

Harold Brown 03/29/2006 **Signature of Date Reporting Person

Explanation of Responses:

LIMITED PARTNERSHIP 39 BRIGHTON AVENUE

- 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. 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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