FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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| | | | or Section 30(n) of the Investment Company Act of 1940 | | | | | |
|--|--|-------|---|---|-----------------------------------|-----------------------|--|--|
| 1. Name and Address of Reporting Person [*] WIGHT RUSSELL B JR | | | 2. Issuer Name and Ticker or Trading Symbol <u>VORNADO REALTY TRUST</u> [VNO] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| WIGHT RUSSELL D JR | | | | | Director | 10% Owner | | |
| (Last) 888 SEVENTH | Last) (First) (Middle) 388 SEVENTH AVENUE | | 3. Date of Earliest Transaction (Month/Day/Year) 05/15/2006 | | Officer (give title below) | Other (specify below) | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable | | | | |
| (Street) | | | 05/15/2006 | Line) | | | | |
| NEW YORK | NY | 10019 | | X | Form filed by One Repor | ting Person | | |
| | | | | | Form filed by More than Person | One Reporting | | |
| (City) | (State) | (Zip) | | | | | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|------------------------------|---|--------|--|--|---|---|---|
| | | | Code | v | Amount | Amount (A) or Price Reported (D) Price (Instr. 3 and 4) | | | (iiisti: 4) | |
| Common Shares | | | | | | | | 344,007 ⁽¹⁾ | D | |

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. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exerc Expiration Da (Month/Day/Y | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|--|---|------------------------------|---|---|-----|--|---|-------|---|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. These Common Shares are owned by Wight Investment Partners, of which Mr. Wight is the general partner and sole beneficial owner.

Remarks:

THIS FORM 4 IS BEING AMENDED BECAUSE THE AMOUNT OF SECURITIES BENEFICIALLY OWNED FOLLOWING THESE REPORTED TRANSACTIONS BY THE FILER DID NOT REFLECT THE PROPER AMOUNT OF COMMON SHARES BENEFICIALLY OWNED BY WIGHT INVESTMENT PARTNERS, OF WHICH THE FILER IS THE GENERAL PARTNER AND SOLE BENEFICIAL OWNER.

/s/ Russell B. Wight, Jr.

10/17/2006

** Signature of Reporting Person Date

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

* 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.

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 Number.