

<SUBMISSION-INFORMATION-FILE>

<TYPE>4</TYPE>
<SUBMISSION-CONTACT>Radmila Chernickina</CONTACT-NAME>
<CONTACT-NAME>(212) 201-7015</CONTACT-PHONE>
</SUBMISSION-CONTACT></CONTACT-NAME>
<NOTIFY-INTERNET>radmila@vfilings.com</CONTACT-PHONE>
<RETURN-COPY>NO</NOTIFY-INTERNET>
</RETURN-COPY></SUBMISSION-FILE>

</TYPE>
</CONTACT-NAME>
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FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1 (b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: February 28, 2011
Estimated average burden hours per response...0.5

(Print or Type Responses)

| | | | | | | | | | |
|---|--|--|--------------------------------------|---|---|---------------|---|--|---|
| 1. Name and Address of Reporting Person [±] GOULD INVESTORS L P | | 2. Issuer Name and Ticker or Trading Symbol BRT REALTY TRUST [BRT] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | | | | | |
| (Last) (First) (Middle) 60 CUTTER MILL RD STE 303 | | 3. Date of Earliest Transaction (Month/Day/Year) 08/17/2010 | | | | | | | |
| (Street) GREAT NECK NY 11021-3190 | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person | | | | | |
| (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. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | V | Amount | (A) or (D) | | | |
| Shares of Beneficial Interest | 08/17/2010 | | P | | 200 | A | \$4.95 | 2,773,018 | 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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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 of Derivative Security: 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 | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GOULD INVESTORS L P 60 CUTTER MILL RD STE 303 GREAT NECK NY 11021-3190 | | X | | |

Signatures

/s/ Matthew J. Gould, President, Gould Investors, L.P., by Georgetown Partners, Inc.

Signature of Reporting Person

08/19/2010

Date

Explanation of Responses:

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.

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 control number.

This fax cover sheet is NOT part of the official filing and is meant as a courtesy only. Please disregard this page if you plan to submit changes via email. Email is the preferred method for submitting changes.

Fax Cover Sheet

| | | | |
|----------|---------------------|------------|---|
| To: | Radmila Chernickina | From: | |
| Fax: | 646-349-9655 | Phone: | |
| Phone: | (212) 201-7015 | Pages: | |
| Project: | v194660 | Form Type: | 4 |
| Client: | BRT REALTY TRUST | | |

Comments: