

SUTRON CORP
Form 4/A
November 28, 2006

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Whitt Kenneth Wayne

(Last) (First) (Middle)
2714 W. COUNTRY CLUB DRIVE
(Street)
SNOWFLAKE, AZ 85937

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SUTRON CORP [STRN]

3. Date of Earliest Transaction (Month/Day/Year)
05/04/2006

4. If Amendment, Date Original Filed (Month/Day/Year)
11/27/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/04/2006		S		800 D \$ 7.81	591,000	D
Common Stock	05/08/2006		S		2,100 D \$ 8.034	588,900	D
Common Stock	05/09/2006		S		1,700 D \$ 8.07	587,200	D
Common Stock	05/15/2006		S		1,000 D \$ 7.8	586,200	D
Common Stock	05/18/2006		S		6,000 D \$ 7.768	580,200	D
	05/19/2006		S		1,200 D \$ 7.7	579,000	D

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Common Stock							
Common Stock	05/23/2006	S	1,000	D	\$ 7.95	578,000	D
Common Stock	06/05/2006	S	1,000	D	\$ 7.82	577,000	D
Common Stock	06/06/2006	S	1,000	D	\$ 7.75	576,000	D
Common Stock	06/07/2006	S	2,000	D	\$ 7.7	574,000	D
Common Stock	06/20/2006	S	2,000	D	\$ 7.575	572,000	D
Common Stock	06/22/2006	S	2,000	D	\$ 7.5	570,000	D
Common Stock	06/26/2006	S	100	D	\$ 7.53	569,900	D
Common Stock	06/27/2006	S	200	D	\$ 7.475	569,700	D
Common Stock	07/12/2006	S	1,000	D	\$ 7.6	568,700	D
Common Stock	08/08/2006	S	9,099	D	\$ 7.581	559,601	D
Common Stock	08/11/2006	S	1,500	D	\$ 7.5	558,101	D
Common Stock	08/16/2006	S	2,100	D	\$ 7.961	556,001	D
Common Stock	08/18/2006	S	1,000	D	\$ 7.691	555,001	D
Common Stock	08/25/2006	S	1,000	D	\$ 7.7	554,001	D
Common Stock	09/06/2006	S	1,500	D	\$ 7.7	552,501	D
Common Stock	09/07/2006	S	1,400	D	\$ 7.8	551,101	D
Common Stock	09/12/2006	S	200	D	\$ 7.93	550,901	D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Whitt Kenneth Wayne 2714 W. COUNTRY CLUB DRIVE SNOWFLAKE, AZ 85937		X		

Signatures

/s/ Kenneth W. Whitt 11/27/2006

__Signature of Date
Reporting Person

Explanation of Responses:

- * 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.