

SUTRON CORP

Form 4/A

November 28, 2006

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person <input type="checkbox"/>			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer	
Whitt Kenneth Wayne			SUTRON CORP [STRN]			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			(Check all applicable)
2714 W. COUNTRY CLUB DRIVE			01/03/2005			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
	(Street)		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)	
			11/27/2006		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
SNOWFLAKE, AZ 85937						
(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)		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	Amount			
Common Stock	01/03/2005		S	7,500	D	\$ 10.19 737,000	D	
Common Stock	03/04/2005		S	3,000	D	\$ 8.22 734,000	D	
Common Stock	03/08/2005		S	100	D	\$ 8.7 733,900	D	
Common Stock	03/31/2005		S	5,200	D	\$ 7.177 728,700	D	
Common Stock	05/10/2005		S	750	D	\$ 6.36 727,950	D	
	07/27/2005		S	2,000	D	\$ 6.05 725,950	D	

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Common Stock							
Common Stock	07/28/2005	S	1,380	D	\$ 6.2	724,570	D
Common Stock	09/07/2005	S	7,500	D	\$ 6.38	717,070	D
Common Stock	09/08/2005	S	1,500	D	\$ 6.71	715,570	D
Common Stock	09/12/2005	S	9,000	D	\$ 7.41	706,570	D
Common Stock	09/23/2005	S	8,000	D	\$ 7.217	698,570	D
Common Stock	12/06/2005	S	26,000	D	\$ 7.658	672,570	D
Common Stock	12/07/2005	S	200	D	\$ 8.117	672,370	D
Common Stock	12/28/2005	S	1,500	D	\$ 7.12	670,870	D
Common Stock	12/30/2005	S	2,500	D	\$ 7.07	668,370	D

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

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 control number.

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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... Secur... Bene... Own... Follo... Repo... Trans... (Instr...)
				Code V (A) (D)		Date Exercisable Expiration Date	Title	Amount or Number of Shares	

