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U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

/ / CHECK THIS BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).

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(f) of the Investment Company Act of 1940

(Print or Type Responses)

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1. Name and Address of Reporting Person* Reporting Person(s) all applicable)	2. Issuer Name AND Ticker or Trading Symbol Mack-Cali Realty Corporation (CLI)	6. Relationship of to Issuer (Check X Director ----- Officer (give title below)
10% Owner Mack William L.		
Other (Last) (First) (Middle) ---- (specify below)	3. IRS or Social Security Number of Reporting Person (Voluntary)	4. Statement for Month/Year 05/02
c/o Mack-Cali Realty Corporation 11 Commerce Drive ----- Joint/Group Filing (Street) Line)	5. If Amendment, Date of Original (Month/Year)	7. Individual or (Check Applicable X Form filed by One --- Form filed by --- Reporting Person
More than One Cranford, New Jersey 07016 ----- (City) (State) (Zip)	TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED	

1. Title of Security 7. Nature (Instr. 3) of In- direct Direct Bene- or ficial Indirect Owner- ship (Instr. 4) (Instr. 4)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: (D) (I)
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* If the form is filed by more than one reporting person, SEE Instruction 4(b)(v).
 Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
 (Over)

(Print or Type Responses)

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 FORM 4 (CONTINUED)

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) Ex-	2. Conversion or Exercise Price of Deriv- ative Security	3. Trans- action Date (Month/ Day/ Year)	4. Transac- tion Code (Instr. 8)	5. Number of Deriv- ative Securities Ac- quired (A) or Dis- posed of (D) (Instr. 3, 4, and 5)	6. Date Exer- cisable and piration Date (Month/Day/ Year)				
			Code	V	(A)	(D)	Date	Exer- cisable	tion Date
Units of Limited Partnership Interest (1)		5/8/02	J(2)	11,905	(1)				
Units of Limited Partnership Interest (1)		5/8/02	J(2)	123,425	(1)				
Series B Preferred Units of Limited Partnership Interest (4)		5/8/02	J(2)	755	(4)				
Series B Preferred Units of Limited Partnership Interest (4)		5/8/02	J(2)	7,844	(4)				
Warrants to Purchase Units of Limited Partnership Interest (6)		5/8/02	J(2)	6,109	(6)				
Warrants to Purchase Units of Limited Partnership Interest (6)		5/8/02	J(2)	63,334	(6)				

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7. Title and Amount of Under- lying Securities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Securi- ties Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Own- ership (Instr. 4)
Title	Amount or Number of Shares			

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