| FORM 4 | +----+

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

[_] Check this box if
no longer subject
to Section 16.
Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
to Section 16(a) of the Securities

cont	gations may inue. See ruction 1(b).	Exc Publ	hange Act o ic Utility	of 19 Hold	34, Section 17 ing Company Ac Investment Com	(a) of the ct of 1935	e or					
(Print o	r Type Responses	3)										
	and Address of							-				
Jone	es 		Timothy			М.						
	(Last)		(First)			(Mid		-				
11 (Mack-Cali Realt Commerce Drive											
			(Street)					-				
	nford		NJ				016					
	(City)		(State)				Zip)	-				
2. Issue	er Name and Tic	ker or Tra	ding Symbol									
	or Identificatio untary)		of Reportin		rson if an ent							
4. State	ement for Month,	/Year			/98							
5. If Ar	mendment, Date o	of Origina	l (Month/Ye									
6. Relat	tionship of Repo	orting Per	son(s) to I	Issue	r (Check all a	applicable)					
[] 1	Director [X]		le below)	[]	10% Owner	[] Other (speci	fy below)					
	cutive Vice Pres											
7. Indi	vidual or Joint,	/Group Fil	ing (Check	Appl	icable Line)							
x_	Form filed by (Form filed by N	One Report More than	ing Person One Report:	ing P	erson							
TABLE I-	-NON-DERIVATIVE	SECURITIE	S ACQUIRED,	, DIS	POSED OF, OR E	BENEFICIAL	LY OWNED					
<table></table>												
1. Title	2.	. Trans-	3. Trans-		4. Securities	Acquired	(A)	5.	Amount of	6.	Owner-	7
Nature of		action	action		or Dispose	ed of (D)			Securities		ship	
of In- Secur	ity	Date	Code		(Instr. 3,	4 and 5)			Beneficially		Form:	
	r. 3)	(Month/	(Instr.	8)					Owned at		Direct	
Bene-		Day/							End of		(D) or	
ficial		Year)							Month		Indirect	
Owner-		,	Code	V	Amount	(A) or	Price		(Instr. 3 and 4)		(I)	
ship						(D)					(Instr. 4)	
(Instr.	4)											
			<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c:< td=""><td></td><td><c:< td=""><td></td><td></td></c:<></td></c:<>		<c:< td=""><td></td><td></td></c:<>		

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Reminder: Report on a separa
owned directly or indirectly
* If this form is filed by
4(b)(v). у. | | | | || FORM 4 (continued) | | | | | |
| TABLE IIDERIVATIVE SECU | RITIES ACQUIRED, DISPOSEI warrants, options, conve | | OWNED | | | | |
| | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | 3. Trans- action Date (Month/ Day/ Year) | 4. Transac- tion Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and | | | |
| | Security | icur, | | | |
| | | | Code V | (A) | (D) |
| | | | | | |
| <\$> | | | | | |
| Units of Limited Partnership Interest(1) | | 3/2/98 | J(2) | 20 | ,000 |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| 11. Na- | 6. Date Exer- 7. 7 | itle and Amount of | 8. Price 9 | . Number 10. | Owner- |
| ture | cisable and (| Inderlying Securities | of | of Deriv- | ship |
| of In- | Expiration | (Instr. 3 and 4) | Deriv- | ative | Form |
| | Date | | ative | Secur- | of De- |
| direct - | (Month/Day/ | | Secur- | ities | rivative |
| Bene- | Year) | | ity | Bene- | Secu- |
| ficial | | | (Instr. | ficially | rity: |
| Owner- | | | 5) | Owned | Direct |
| ship | Date Expira- | Amount or | | at End | (D) or |
| (Instr. | _ | Title Number of | | of. | Indi- |
4)

	cisable			Shares			(Instr. 4)		
 <\$> <c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c< td=""><td></td><td><c></c></td><td></td></c<>		<c></c>	
	(1)		Commor Stock	20,000			122,280		D

Explanation of Responses:

- (1) The Units of Limited Partnership Interest ("Units") represent interests in Mack-Cali Realty, L.P., a Delaware limited partnership, through which Mack-Cali Realty Corporation (the "Company") conducts its real estate activities. The Units were originally issued in connection with the acquisition on January 31, 1997 of certain properties of Robert Martin Company LLC and affiliates ("RM"). The Units were redistributed in September 1997 to certain affiliates and subsidiaries of RM and were subsequently transferred to the reporting person, a former principal of RM, on October 31, 1997. The Units became redeemable on January 31, 1998 for cash, based upon the fair market value of an equivalent number of shares of Common Stock at the time of such redemption, or, at the election of the Company, shares of Common Stock on a one-for-one basis.
- (2) The Units were redeemed for cash, based upon the fair market value of an equivalent number of shares of Common Stock at the time of the redemption.

/s/ Timothy M. Jones 4/10/98 ______ **Signature of Reporting Person Date

**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 provided is insufficient, see Instruction 6 for procedure.