

CASCADE NATURAL GAS CORP

Form 4/A

July 14, 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 *
STOLTZ JON T

2. Issuer Name and Ticker or Trading Symbol
CASCADE NATURAL GAS CORP
[CGC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
222 FAIRVIEW AVENUE N
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/26/2003

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

SEATTLE, WA 98109

4. If Amendment, Date Original Filed(Month/Day/Year)
12/30/2003

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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) Price		
Common Stock <u>(1)</u>	12/26/2003		M		4,000 A \$ 16.5	9,483.1166	D
Common Stock <u>(1)</u>	12/26/2003		F		3,115 D \$ 21.3477	6,368.1318	D
Common Stock <u>(2)</u>	03/18/2005		M		4,000 A \$ 14.9375	11,120.1337	D
Common Stock <u>(2)</u>	03/18/2005		F		2,962 D \$ 20.26	8,158.1337	D

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 16.5	12/26/2003		M	4,000	01/28/2000 01/28/2004	Common Stock	4,000	
Employee Stock Option (Right to Buy) ⁽²⁾	\$ 14.9375	03/18/2005		M	4,000	03/23/2001 03/23/2005	Common Stock	4,000	
Employee Stock Option (Right to Buy) ⁽³⁾	\$ 18.565	02/10/2006		D	4,500	02/12/2002 02/12/2006	Common Stock	4,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STOLTZ JON T 222 FAIRVIEW AVENUE N SEATTLE, WA 98109			Senior Vice President	

Signatures

Rick Davis by Power of
Attorney

07/14/2006

__Signature of Reporting Person

Date

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).
- (1) Cashless exercise of 4000 options granted on 1/28/99 under the CGC 1998 Stock Incentive Plan. Reporting person used 3115 options in a cashless exercise to acquire the balance of 885 shares. Amendment filed to correctly report transaction.
- (2) Cashless exercise of 4000 options granted on 3/23/00 under the CGC 1998 Stock Incentive Plan. Reporting person used 2962 options in a cashless exercise to acquire the balance of 1038 shares. Amendment filed to correctly report transaction.
- (3) Cancellation of 4,500 shares of options granted in 2/12/2001 under the CGC 1998 Stock Incentive Plan. Reporting person received \$4,702.50 as consideration for the cancellation, which was based on the spread. Amendment filed to correctly record the transaction.

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.