

SUSSEX BANCORP  
Form 10-Q/A  
December 11, 2006

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**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 10-Q/A  
Amendment No. 1**

**(Mark One)**

**ý QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

For the quarterly period ended September 30, 2006

or

**o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 0-29030

**SUSSEX BANCORP**

(Exact name of Registrant as Specified in Its Charter)

**NEW JERSEY**

(State or other jurisdiction of incorporation or organization)

**22-3475473**

(I.R.S. Employer Identification Number)

**200 MUNSONHURST ROAD**

**FRANKLIN, NEW JERSEY 07416**

(Address of Principal Executive Offices)

**(973) 827-2914**

(Issuer's Telephone Number, including area code)

(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities and Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ý No o

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of “accelerated filer and large accelerated filer” in Rule 12-b-2 of the Exchange Act. (Check one):

Large accelerated filer:

Accelerated filer:

Non-accelerated filer:

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes  No

As of November 9, 2006 there were 3,149,733 shares of common stock, no par value, outstanding.

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**EXPLANATORY NOTE**

We are filing this Amendment No. 1 to our Quarterly Report on Form 10-Q for the quarter ended September 30, 2006, to provide dated versions of the certifications filed previously as Exhibits 31.1, 31.2 and 32 with the original Form 10-Q. This Amendment makes only the changes identified above, does not change any previously reported financial results, and does not reflect events occurring after the date of the original filing of the Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 2006.

**Part II Other Information**

Item 6. Exhibits

Exhibits

Exhibit 31.1 - Certification of Donald L Kovach pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

Exhibit 31.2 - Certification of Candace A. Leatham pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

Exhibit 32 -- Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this amendment to be signed on its behalf by the undersigned thereunto duly authorized.

Date: December 11, 2006

**SUSSEX BANCORP**

By: /s/ Candace A Leatham

**CANDACE A. LEATHAM**  
Executive Vice President and  
Chief Financial Officer