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COMMERCIAL NET LEASE REALTY INC

Form 4

April 01, 2003

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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).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . . 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Reporting Person* Habicht, Kevin B.	Issuer Name and Ticker of Commercial Net Lease R	<i>2</i> ,	6. Relationship of Reporting Person to Issuer (Check all appropriate) X Director10% Owner X Officer (Give title below)
	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for 03/28/03	Other (Specify below) Executive Vice President and Chief Financial Officer
	(votalitaly)	5. If Amendment, Date of Original	7. Individual of Joint/Group Filing X Form filed by One Reporting Person Form filed by More than one Reporting Person

	TA	ABLE I -	Non Do	erivative S	Securities	Acquired	l, Disposed of or Beneficia	lly Owned	
1. Title of Security (Instr. 8)	2. Transaction Date	Cod		(A) or	ties Acqu Disposed r. 3, 4 an	d of (D)	 Amount of Securities 6 Beneficially Owned Owned at End of 	Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial
		Code	V	Amount	(A) or (D)	Price	Month (Instr. 3 nd 4)	(Instr. 4)	Ownership (Instr. 4)
Common Stock	03/28/03	A		14,296	A	(1)	143,419	D	

		TA	ABLE								r Beneficially	y Owned		
1. Title of Derivative Security (Instr.3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Trar tion Co (Inst	ı de	or Dispo (D)	tive	6. Date able a Expir Date		Am Und Sec	e and ount of derlying urities str. 3 &	Derivative Securities (Instr. 5)	9. Number of Derivative Underlying Securities Benefically Owned at End of	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of- Shares		Month (Instr. 3 & 4)		
Options (Right to buy)												182,000		

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(1)	Shares were acquired pursuant to the stock award under the Commercial Net Lease Realty, Inc. 2000 Performance Incentive Plan in a
	transaction under Rule 16b-3. Vesting begins in 2003 and is completed in 2007.

/s/Kevin B. Habicht
Signature of Reporting Person
Date

^{**} Intentional missstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).