

| OMB APPROVAL                                 |           |
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>Franklin Chris</u><br><hr/> (Last) (First) (Middle)<br><u>762 W LANCASTER AVE.</u><br><hr/> (Street)<br><u>BRYN MAWR PA 19010</u><br><hr/> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br><u>02/22/2007</u> | 3. Issuer Name and Ticker or Trading Symbol<br><u>AQUA AMERICA INC [ WTR ]</u>   |  |
|  |  | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Aqua America Southern Oper</u> | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><hr/> 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| <u>Common Stock</u>             | <u>7,491</u>  | <u>D</u>   |   |
| <u>COMMON STOCK 401K</u>        | <u>4,832.44</u>                                       | <u>D</u>   |   |

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                   | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-------------------|---|----------------------------|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |  |  |   |
| <u>Stock Options (Right to buy)</u>        | <u>03/01/2000</u>  | <u>03/01/2009</u> | <u>Common Stock</u>   | <u>3,249</u>               | <u>8.22</u>  | <u>D</u>   |   |
| <u>Stock Options (Right to buy)</u>        | <u>03/06/2002</u>  | <u>03/06/2011</u> | <u>Common Stock</u>   | <u>10,416</u>              | <u>11.46</u>   | <u>D</u>   |   |
| <u>Stock Options (Right to buy)</u>        | <u>03/03/2004</u>  | <u>03/03/2013</u> | <u>Common Stock</u>   | <u>13,331</u>              | <u>12.483</u>  | <u>D</u>   |   |
| <u>Stock Options (Right to buy)</u>        | <u>06/17/2003</u>  | <u>06/17/2012</u> | <u>Common Stock</u>   | <u>11,666</u>              | <u>12.4875</u>   | <u>D</u>   |   |
| <u>Stock Options (Right to buy)</u>        | <u>03/01/2005</u>  | <u>03/01/2014</u> | <u>Common Stock</u>   | <u>13,333</u>              | <u>16.1475</u>   | <u>D</u>   |   |
| <u>Stock Options (Right to buy)</u>        | <u>02/28/2006</u>  | <u>02/28/2015</u> | <u>Common Stock</u>   | <u>13,332</u>              | <u>18.3338</u>   | <u>D</u>   |   |
| <u>Stock Options (Right to buy)</u>        | <u>03/07/2007</u>  | <u>03/07/2016</u> | <u>Common Stock</u>   | <u>10,000</u>              | <u>29.46</u>   | <u>D</u>   |   |

Explanation of Responses:

Brian Dingerdissen 02/22/2007  
 \*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.