COMMERCE BANCORP INC /NJ/

Form 4

January 23, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * LEWIS STEVEN M

(First)

(Street)

2. Issuer Name and Ticker or Trading

Issuer

Symbol

COMMERCE BANCORP INC /NJ/

(Check all applicable)

5. Relationship of Reporting Person(s) to

[CBH]

(Last)

3. Date of Earliest Transaction

_X__ Director Officer (give title

10% Owner Other (specify

(Month/Day/Year)

C/O US RESTAURANTS INC, 1780 07/20/2007

(Middle)

SWEDE ROAD

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

BLUE BELL, PA 19422

(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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	07/20/2007		J(3)	284	A	\$ 38.42	323,397	D	
Common Stock	10/18/2007		J <u>(3)</u>	272	A	\$ 40.26	323,669	D	
Common Stock	01/18/2008		J(3)	301	A	\$ 36.5	324,146 (1)	D	
Common Stock							17,402 (2)	I	ITF Minor Son-DRIP
Common Stock							17,402 (2)	I	ITF Minor Son-DRIP

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Common Stock	291,084	I	S.J. Dining
Common Stock	297,332	I	U.S. Restaurants
Common Stock	4,446	I	US Restaurants Deferred Comp. Plan

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

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SEC 1474 (9-02)

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	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. orNumber of Derivative	6. Date Exerc Expiration D (Month/Day/ e	ate	7. Title Amour Underl Securit	nt of ying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security			Securities Acquired (A) or			(Instr. 3	3 and 4)		Owne Follo Repo
				Disposed of (D)						Trans (Instr
				(Instr. 3, 4, and 5)						
					Date Exercisable	Expiration Date	Title I	Amount or Number of		
			Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
F	Director	10% Owner	Officer	Other			
LEWIS STEVEN M C/O US RESTAURANTS INC 1780 SWEDE ROAD BLUE BELL, PA 19422	X						

Signatures

Steven M. 01/22/2008 Lewis

**Signature of Date Reporting Person

Reporting Owners 2

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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) Inculdes shares acquired under the Company's Dividend Reinvestment Plan: 61 shares on 1/18/08, 56 shares on 10/18/07, 58 shares on 7/20/07.
- (2) Includes shares acquired under the Company's Dividend Reinvestment Plan: 62 shares on 1/18/08, 56 shares on 10/18/07, 58 shares on 7/20/07.
- (3) Purchase under DRIP

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.