Nevels James E Form 4/A July 07, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Nevels James E

2. Issuer Name and Ticker or Trading Symbol

Issuer

(Middle)

(Zip)

TASTY BAKING CO [TSTY]

3. Date of Earliest Transaction

(Check all applicable)

5. Relationship of Reporting Person(s) to

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

(First) C/O TASTY BAKING

06/27/2009

_X__ Director 10% Owner Officer (give title Other (specify

COMPANY, NAVY YARD CORP. CTR., THREE CRESCENT CTR

(Street)

(State)

4. If Amendment, Date Original

(Month/Day/Year)

Filed(Month/Day/Year)

06/30/2009

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

PHILADELPHIA, PA 19112

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative Se	curitie	s Acqu	ired, Disposed of	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities on(A) or Dispo (Instr. 3, 4 an	sed of		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)
Common Stock (1) (2)	06/27/2009		A	576.3689 (2)	A	\$0	35,953.9902	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	t of ying es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Nevels James E C/O TASTY BAKING COMPANY NAVY YARD CORP. CTR., THREE CRESCENT CTR PHILADELPHIA, PA 19112

X

Signatures

/s/ James E. 07/07/2009 Nevels

**Signature of Date
Reporting Person

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).
- On June 30, 2009, a prior Form 4 was mistakenly re-filed by the issuer's filing agent on behalf of the reporting person, which reported a series of stock purchases by the reporting person totaling 3,000 shares of common stock. Such purchases were previously reported on a Form 4 filed with the SEC on June 3, 2009, and should not have been included on the June 30, 2009 Form 4. The June 30, 2009 Form 4 should have included only the grant of Deferred Stock Units ("DSUs") on June 27, 2009.
- This grant of DSUs was made pursuant to the Tasty Baking Company Deferred Stock Unit Plan for Directors (the "Plan"). Each DSU (2) represents the right to receive one (1) share of Tasty Baking Company common stock. The DSUs will vest on the completion by the reporting person of five (5) years of continuous service as a director. The reporting person has served as a director since May 2005.

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.

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