FORM 4

obligations may continue. See Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

*						2 Januar Name and Ticker or Trading Cumbal								F. Dolotionship of Deporting Person(s) to Jacust							
1. Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol Willdan Group, Inc. [WLDN]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
<u>Heil Linda L</u>						inuc	III GIO	<u>up, </u>	<u>111C.</u> [W	וטם	.]			X			X	10% O\	vner		
															Officer	(give title		Other (s	specify		
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 11/22/2006									below)			below)			
2401 EAST KATELLA AVENUE, SUITE 300							11/22/2000														
2 .01 2.101 1011 2221111, 21.02, 00112 000																C. Ladicidus Lau Taight Consum Filippy (Obserts A. P. 11					
					4. If Amendment, Date of Original Filed (Month/Day/Year) 11/28/2006									Individual or Joint/Group Filing (Check Applicable Line)							
(Street)					11/20/2000									,	X Form filed by One Reporting Person						
ANAHEIM CA 92806													Form filed by More than One Reporting								
														Person							
(City)	y) (State) (Zip)																				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
1. Title of S	Security (Ins	tr. 3)	12	2. Transa	ction		2A. Deem	ed	3.		4. Secur	ities Acquii	red (A) o	or	5. Amou	nt of	6. Ov	vnership	7. Nature		
Date (Month/Da					av/Var	Execution Date, if any				Transaction Code (Instr.		Disposed Of (D) (Instr. 3, 4		and	Securition Benefici				of Indirect Beneficial		
(Monti					(Month			onth/Day/Year)		8)					Owned I	=ollowing (ì) (lı		nstr. 4)	Ownership		
												(A) o	r .		Reporte Transac			- 1	(Instr. 4)		
									Code	V	Amount	t (A) or Pr		ce	(Instr. 3	and 4)					
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned															<u> </u>						
(e.g., puts, calls, warrants, options, convertible securities)																					
1. Title of 2. 3. Transaction 3A. Deemed 4.							5. Number 6.		6. Date Exe	. Date Exercisable and			ıd	8. Price of		9. Number of		10.	11. Nature		
Derivative	Conversion	Date (Month/Day/Year)	Execution D		ransa				Expiration			Amount of Securities			erivative ecurity	derivative Securities		Ownership Form:	p of Indirect Beneficial		
Security (Instr. 3)	or Exercise Price of	(Month/Day/Year)	if any (Month/Day/		Code (Instr 3)		Securities `		(Month/Day/Year)			Underlyin	ig	(Instr. 5)		Beneficially		Direct (D)	Ownership		
Derivative Security							Acquired (A) or		Derivative (Instr. 3 a					ty		Owned Following		or Indirect (I) (Instr. 4)	(Instr. 4)		
	Jecuity						Dispos	sed	(IIIsti. 3 aliu 4)				iiu 4)			Reported		(1) (1113111 4)			
							of (D) (Instr. :	3.4								Transaction(s) (Instr. 4)					
							and 5)	, .								, ,					
										Т			Amou	ınt							
													or Numb	er							
					ode	v	₍₀₎		Date Exercisabl		xpiration ate	Title	of Share								
			<u> </u>		oue	٧	(A)	(D)	Exercisabl	- 10	ale	Title	Snare	•					-		
Stock Option												Common									
(Right to	\$10.64	11/22/2006			A		2,000		05/22/2007	7 1	1/21/2008	Stock	2,00	0	\$10.64	2,000		D			

Explanation of Responses:

Remarks:

The original filing contained an incorrect transaction date, date exercisable and expiration date. This filing contains the correct dates.

/s/ Linda L. Heil

05/22/2007

** 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 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).

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.