OREILLY DAVID E

Form 4

Common

Stock

11/04/2010

11/05/2010

November	05, 2010										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL			
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check of the control	to STATE!								Expires: Estimated	ires: January 31, 2005 mated average den hours per	
Form 5 obligations may continue. See Instruction 1(b). 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											
(Print or Type Responses)											
OREILLY DAVID E Sy							5	5. Relationship of Reporting Person(s) to Issuer			
		O REILLY AUTOMOTIVE INC [ORLY]					(Check all applicable)				
(M				of Earliest '/ Day/Year) 2010	Transactio	n		X Director 10% Owner X Officer (give title Other (specify below)			
						,		Chairman of the Board			
								6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SPRINGF	IELD, MO 65802						Form filed by More than One Reporting Person				
(City)	(State)	ate) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	rity (Month/Day/Year) Execution Date, i			Code (Instr. 3, 4 and 5) ar) (Instr. 8) (A)				Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Stock	11/04/2010			S	25,000	D	58.1458	511,867	D		
										Indirectly as trustee for	

S

S

75,000 D

25,000 D

\$ 58.1458

1,613,675

486,867

I

D

reporting

person's

children and in the Company's 401k plan

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Common Stock 58.4959

Indirectly as trustee for reporting 1,538,675 Common 11/05/2010 S 75,000 D I person's 58.4959 Stock children and in the

Company's 401k plan

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

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 control number.

SEC 1474 (9-02)

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

7. Title and 8. Price of 1. Title of 3. Transaction Date 3A. Deemed 4. 5. 6. Date Exercisable and 9. Nu Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date** Amount of Derivative Deriv Security or Exercise Code (Month/Day/Year) Underlying Security Secu of (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Derivative Securities (Instr. 5) Bene Derivative Securities (Instr. 3 and 4) Own Security Acquired Follo (A) or Repo Disposed Trans of (D) (Insti (Instr. 3, 4, and 5) Amount or Expiration Title Number Date Exercisable Date of Code V (A) (D) Shares

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

OREILLY DAVID E

X Chairman of the Board 233 S. PATTERSON AVE

SPRINGFIELD, MO 65802

Signatures

/s/ David

O'Reilly 11/05/2010

Date

Reporting Owners 2 **Signature of 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).
- (1) Total includes 1,531,057 shares held as trustee for reporting person's children and 7,618 shares held in the Company's 401k Plan.

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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