FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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١	Section 16. Form 4 or Form 5 obligations may continue. See
J	obligations may continue. See
	Instruction 1(b)

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

1. Name and Address of Reporting Person* MAPES CHRISTOPHER L						2. Issuer Name and Ticker or Trading Symbol SMITH A O CORP [AOS]									all appli Directo	cable)	g Per	son(s) to Iss 10% O Other (s	wner
(Last) A. O. SM	(First) (Middle) SMITH ELECTRICAL PRODUCTS						3. Date of Earliest Transaction (Month/Day/Year) 02/11/2011)	below) Vice President		ьреспу
531 NOI	4. 1	f Amer	ndmer	nt, Date	of Origina	al File	ed (Month/D		6. Individual or Joint/Group Filing (Check Applicable										
(Street) TIPP CITY OH 45371-1899					-	4. If Amendment, Date of Original Filed (Month/Day/Year)								ine) X	e)				
(City)	(Si		(Zip)	on Doris	,ative	- Soo	uriti	ios A	auirod	Di	sposod (of or Bo	nofici	ally	Ownor	1			
1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day					ction	on 2A. Deemed Execution Date,			3. Transaction Code (Instr. 8) 3. Use of (Instr. 8) 4. Securities A Disposed Of (Instr. 8)			es Acquired	I (A) or	or 5. Am and 5) Secui Bene		unt of es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) or (D)	Price	Transa		ction(s) 3 and 4)			(1130.4)
Common Stock 02/11/2)11		M		7,050(1)	A	\$42.2	197	40	0,990		D		
Common Stock 02/11/2					2011				S		3,096(2)	D	\$42.2	197	197 37,89		D		
		Т	able II								posed of converti				wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	on Date,	4. Transa Code (8)		of Deri Sec Acq (A) o Disp of (I	oosed D) tr. 3, 4	6. Date E Expiratio (Month/D	n Da		7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		De Se (In	. Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly O Fo	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa	ble	Expiration Date	Title	Amour or Number of Shares	er					
Restricted Stock	(1)	02/11/2011			M			7,050	(1)		(1)	Common	7,050		\$0	19,150		D	

Explanation of Responses:

1. 7,050 Restricted Stock Units were granted on 02/11/2008, under the A. O. Smith Combined Incentive Compensation Plan, a transaction excempt under Rule 16b-3. 7,050 Restricted Stock Units vested on 02/11/2011. As of result of vesting, the Company is obligated to deliver 7,050 shares of Common Stock to the reporting person.

2. The reporting person sold these shares to obtain funds to pay the withholding taxes due as a result of the vesting of the restricted stock units described in footnote (1).

Remarks:

<u>James F. Stern, Attorney-in-</u> <u>Fact for Christopher L. Mapes</u>

02/14/2011

** 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.