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# COOPER TIRE & RUBBER CO

Reported by

**ZAMANSKY STEPHEN**

# FORM 3/A

(Amended Statement of Beneficial Ownership)

Filed 04/28/11 for the Period Ending 04/04/11

| | |
|---|---|
| Address | LIMA & WESTERN AVENUES<br>FINDLAY, OH 45840 |
| Telephone | 4194231321 |
| CIK | 0000024491 |
| Symbol | CTB |
| SIC Code | 3011 - Tires and Inner Tubes |
| Industry | Tires |
| Sector | Consumer Cyclical |
| Fiscal Year | 12/31 |

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# FORM 3

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

OMB APPROVAL
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## INITIAL STATEMENT OF 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. Name and Address of Reporting Person * | 2. Date of Event Requiring Statement (MM/DD/YYYY) | 3. Issuer Name **and** Ticker or Trading Symbol |
|---|---|---|
| **ZAMANSKY STEPHEN** | **4/4/2011** | **COOPER TIRE & RUBBER CO [CTB]** |
| (Last) (First) (Middle)<br>**701 LIMA AVENUE** | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>_____ Director _____ 10% Owner<br>___ **X** ___ Officer (give title below) _____ Other (specify below)<br>**VP, General Counsel & Secy /** | |
| (Street)<br>**FINDLAY, OH 45840**<br>(City) (State) (Zip) | 5. If Amendment, Date Original Filed (MM/DD/YYYY)<br>**4/5/2011** | 6. Individual or Joint/Group Filing (Check Applicable Line)<br>_ **X** _ Form filed by One Reporting Person<br>___ Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1.Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|

**Table II - Derivative Securities Beneficially Owned ( *e.g.* , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 4) | 2. Date Exercisable and Expiration Date (MM/DD/YYYY) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|---|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| **Employee Stock Option (Right to Buy)** | **4/4/2012** (1) | **4/4/2021** | **Common Stock** | **13100.0000** | **$25.8500** | **D** | |

**Explanation of Responses:**

**( 1)** The option becomes excersiable to the extent of 33% of the shares covered thereby on each anniversary of the date of grant over a three year period.

**Reporting Owners**

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| **ZAMANSKY STEPHEN**<br>**701 LIMA AVENUE**<br>**FINDLAY, OH 45840** | | | **VP, General Counsel & Secy** | |

**Signatures**

| | |
|---|---|
| **/s/Jack Jay McCracken Attorney-in-Fact for Stephen Zamansky** | **4/28/2011** |
| ** 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 5(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.

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