

WOOTEN ROSALIE OREILLY  
Form SC 13G/A  
February 14, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

SCHEDULE 13G/A  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b),  
(c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13 d-2(b)

(Amendment No. 1) (1)

O'REILLY AUTOMOTIVE, INC.

-----  
(Name of Issuer)

COMMON STOCK

-----  
(Title of Class of Securities)

686091109

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(CUSIP Number)

- 
- (1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 686091109

13G/A

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1. NAME OF REPORTING PERSONS  
I.R.S IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

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3. SEC USE ONLY

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

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NUMBER OR SHARES	5. SOLE VOTING POWER
BENEFICIALLY	
OWNED BY	6. SHARED VOTING POWER
EACH	
REPORTING	7. SOLE DISPOSITIVE POWER
PERSON	
WITH	8. SHARED DISPOSITIVE POWER

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

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12. TYPE OF REPORTING PERSON\*

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\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 686091109

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O'Reilly Automotive, Inc.

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Item 1(a). Name of Issuer:

233 S. Patterson Ave.  
Springfield, MO 65802

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Item 1(b). Address of Issuer's Principal Executive Offices:

Rosalie O'Reilly Wooten

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Item 2(a). Name of Person Filing:

233 S. Patterson Ave.  
Springfield, MO 65802

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Item 2(b). Address of Principal Business Office, or if None, Residence:

USA

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Item 2(c). Citizenship:

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Common Stock

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Item 2(d). Title of Class of Securities:

686091109

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Item 2(e). CUSIP Number:

NOT APPLICABLE

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Item 3.

CUSIP No. 686091

13G/A

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned: 1,486,584

(b) Percent of class: 2.74%(1)

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote: 1,483,487

(ii) Shared power to vote or to direct the vote: 3,097

(iii) Sole power to dispose or to direct the disposition of: 1,483,487

(iv) Shared power to dispose or to direct the disposition of: 3,097

(1) Ownership percentage fell below 5% in 1999, after a secondary offering by the company and its dilutive effect.

NOT APPLICABLE

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Item 5. Ownership of Five Percent or Less of a Class.

NOT APPLICABLE

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Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

NOT APPLICABLE

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Item 7. Identification and Classification of the Subsidiary which acquired the security being reported on by the parent holding company or control person.

NOT APPLICABLE

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Item 8. Identification and Classification of Members of the Group.

NOT APPLICABLE

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Item 9. Notice of Dissolution of Group.

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Item 10. certifications.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2003

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(Date)

/s/ Rosalie O'Reilly Wooten

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(Signature)

Rosalie O'Reilly Wooten  
Director

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(Name/Title)

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute federal criminal violations (see 118 U.S.C. 1001).