

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 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

OMB APPROVAL	
OMB Number:	3235-0287
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<b>1. Name and Address of Reporting Person*</b> <u>NAEGELIN MARTIN A</u>  (Last) (First) (Middle) 555 IH 35 SOUTH, SUITE 500  (Street) NEW BRAUNFELS TX 78130  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>RUSH ENTERPRISES INC \TX\ [ RUSH ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 07/22/2005	
		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	07/22/2005		M		934	A	\$3.5	2,934	D	
Class A Common Stock	07/22/2005		M		2,000	A	\$2.065	4,934	D	
Class A Common Stock	07/22/2005		M		2,333	A	\$3.525	7,267	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.62	7,167	D	
Class A Common Stock	07/22/2005		S		876	D	\$15.61	6,291	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.46	6,191	D	
Class A Common Stock	07/22/2005		S		99	D	\$15.45	6,092	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.43	5,992	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.47	5,892	D	
Class A Common Stock	07/22/2005		S		300	D	\$15.4	5,592	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.41	5,492	D	
Class A Common Stock	07/22/2005		S		193	D	\$15.39	5,299	D	
Class A Common Stock	07/22/2005		S		44	D	\$15.37	5,255	D	
Class A Common Stock	07/22/2005		S		323	D	\$15.36	4,932	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.33	4,832	D	
Class A Common Stock	07/22/2005		S		200	D	\$15.32	4,632	D	
Class A Common Stock	07/22/2005		S		99	D	\$15.28	4,533	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.26	4,433	D	
Class A Common Stock	07/22/2005		S		340	D	\$15.25	4,093	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.23	3,993	D	
Class A Common Stock	07/22/2005		S		200	D	\$15.2	3,793	D	
Class A Common Stock	07/22/2005		S		100	D	\$15.07	3,693	D	
Class A Common Stock	07/22/2005		S		700	D	\$15.06	2,993	D	
Class A Common Stock	07/22/2005		S		99	D	\$15.08	2,894	D	
Class A Common Stock	07/22/2005		S		200	D	\$15.15	2,694	D	
Class A Common Stock	07/22/2005		S		494	D	\$15.14	2,200	D	
Class A Common Stock	07/22/2005		S		200	D	\$15.11	2,000	D	

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Option (right to buy)	\$3.5	07/22/2005		M	03/15/2010	Class A Common Stock	\$3.5	0	D	
Option (right to buy)	\$2.065	07/22/2005		M	03/15/2011	Class A Common Stock	\$2.065	2,000	D	
Option (right to buy)	\$3.525	07/22/2005		M	03/15/2012	Class A Common Stock	\$3.525	4,667	D	

**Explanation of Responses:**

1. Options may be exercised in increments of 1/3 on each anniversary of the grant date beginning on the third anniversary of the grant date; the grant date is ten years before the expiration date.

Steven L. Keller, by power of attorney 07/25/2005

\*\* 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.**