

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

1. Name and Address of Reporting Person* ORF DAVID C			2. Issuer Name and Ticker or Trading Symbol RUSH ENTERPRISES INC [TX] [RUSH]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Senior Vice President		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/16/2012			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
555 IH 35 SOUTH, SUITE 500			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) NEW BRAUNFELS TX 78130								
(City) (State) (Zip)								

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	02/16/2012		M		10,500	A	\$2.433	31,106 ⁽¹⁾⁽²⁾	D	
Class A Common Stock	02/16/2012		M		10,500	A	\$7.97	41,606 ⁽¹⁾⁽²⁾	D	
Class A Common Stock	02/16/2012		M		19,312	A	\$10.507	60,918 ⁽¹⁾⁽²⁾	D	
Class A Common Stock	02/16/2012		S		41,312	D	\$23.921 ⁽⁷⁾	19,606 ⁽¹⁾⁽²⁾	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	\$2.433	02/16/2012		M		10,500 ⁽³⁾		(4)	03/15/2013	Class A Common Stock	10,500	\$0	0	D	
Option (right to buy)	\$7.97	02/16/2012		M		10,500 ⁽⁵⁾		(4)	03/15/2014	Class A Common Stock	10,500	\$0	0	D	
Option (right to buy)	\$10.507	02/16/2012		M		19,312 ⁽⁶⁾		(4)	03/15/2015	Class A Common Stock	19,312	\$0	0	D	

Explanation of Responses:

- Includes unvested restricted stock units.
- Includes 297 shares acquired on July 6, 2011, and 291 shares acquired on January 12, 2012, under the Rush Enterprises, Inc. Employee Stock Purchase Plan.
- This option was previously reported as covering 7,000 shares at an exercise price of \$3.65 per share but was adjusted as a result of the 3-for-2 stock split of Rush Enterprises, Inc.'s Common Stock on October 10, 2007.
- One-third of the options vested on each of the third, fourth and fifth anniversaries of the grant date, which is ten years prior to the expiration date.
- This option was previously reported as covering 7,000 shares at an exercise price of \$11.96 per share but was adjusted as a result of the 3-for-2 stock split of Rush Enterprises, Inc.'s Common Stock on October 10, 2007.
- This option was previously reported as covering 12,875 shares at an exercise price of \$15.76 per share but was adjusted as a result of the 3-for-2 stock split of Rush Enterprises, Inc.'s Common Stock on October 10, 2007.
- The price reported in Column 4 of Table I is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.90 to \$23.959, inclusive. The reporting person undertakes to provide Rush Enterprises, Inc., any security holder of Rush Enterprises, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Steven L. Keller, Attorney-in-Fact for David C. Orf 02/17/2012

** 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.

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