FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL OMB Number Estimated average burden

3235-0104

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the investment Company Act of 1940										hours per res	ponse:	0.5
1. Name and Address of Reporting Person [*] <u>STERN JAMES F</u>			2. Date of Event Requiring Statement (Month/Day/Year) 06/01/2007			3. Issuer Name and Ticker or Trading Symbol <u>SMITH A O CORP</u> [AOS]						
(First) PORATION & PLACE WI (State)	(Middle) 53224 (Zip)	_			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) Exec VP, General Counsel & Sec			 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 				
			Table	I - Non-De	erivative S	ecurities Beneficially Owner	ł					
1. Title of Security (Instr. 4)						f Securities Beneficially Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock						375 ⁽¹⁾	D					
							es)					
1. Title of Derivative Security (Instr. 4) 2. Date Exercisable and Expiration Date (Month/Day/Year)				ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)			Exercise of Deriv	e Price ative	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	al
Date Exercisable Date					Title			Security				
	F (First) PORATION PLACE WI (State) rr. 4)	F (First) (Middle) PORATION PLACE WI 53224 (State) (Zip) rr. 4)	(Month/Day (First) (Middle) PORATION PLACE WI 53224 (State) (Zip) r. 4)	Reporting Person [*] <u>E</u> (First) (Middle) PORATION PLACE WI 53224 (State) (Zip) Table tr. 4) Currity (Instr. 4) E Currity (Instr. 4) Currity (Instr. 4) E Currity (Instr. 4) Currity Currity (Instr. 4) Currity (Ins	r. 4) arr and a second and a s	curity (Instr. 4) Reporting Person Reporting Person E Circ all Circ all	or Section 30(h) of the Investment Company Act of 1940 Reporting Person* E 2. Date of Event Requiring Statement 06/01/2007 3. Issuer Name and Ticker or Trading Symbol SMITH A O CORP [AOS] (First) (Middle) 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) VI 53224 Director (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned (Instr. 4) Table I - Non-Derivative Securities Beneficially Owned (Instr. 4) (Check all applicable) Director X Officer (give tile below) Exec VP, General Coun Table I - Non-Derivative Securities Beneficially Owned (Instr. 4) (Check all applicable) Director X Officer (give tile below) Exec VP, General Coun Table I - Non-Derivative Securities Beneficially Owned (Instr. 4) (Site I - Site II - Derivative Securities Beneficially Owned (Instr. 4) Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan= 2" Colspan= 2" Colspan="2"	exporting Person' F Critist) (Middle) 20RATION PDACE WI 53224 (State) (Zip) Critist) (Z	or Section 30(h) of the Investment Company Act of 1940 Reporting Person* E 2. Date of Event Requiring Statement (06/01/2007 (First) (Middle) 20RATION 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give tilte below) Other (specify below) Exec VP, General Counsel & Sec Exec VP, General Counsel & Sec WI 53224 53224 5 (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned (nstr. 4) 6. Ownership Form: Direct (0) or indirect (I) (instr. 5) tr. 4) 375 ⁽¹⁾ D Curity (Instr. 4) Exercise Beneficially Owned (Month/Day/Year) 3. Title and Amount of Securities Beneficially Owned (nstr. 4) 4. Conv (nstr. 4)	are porting Person' E Perporting Person' E 2. Date of Event Requiring Statement (Month/Day/Year) 3. Issuer Name and Ticker or Trading Symbol SMITH A O CORP [AOS] (First) (Middle) OPORATION 4. Relationship of Reporting Person(s) to Issuer 10% Owner VI 53224 Director 10% Owner (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 3. Ownership Form: Direct (Instr. 4) Table I - Non-Derivative Securities Beneficially Owned (Instr. 4) 3. Ownership Form: Direct (Instr. 4) Curity (Instr. 4) Conversities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities: Underlying Derivative Securities: Underlying Derivative Securities: Securities: Underlying Derivative Securities: Securitie: Securitie: Securities:	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1920 Reporting Person" F (First) (Middle) 206 01 / 2007 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) 207 ACTION VI 53224 (State) (Zip) Table 1 - Non-Dertvative Securities Beneficially Owned (nstr. 4) Conversion of Securities Underlying Derivative Security Conversion of Conversion Participation Participati	In the investment company Act of 1940 Reporting Person* E 2. Date of Event Requiring Statement (Month/Day/Year) 3. Issuer Name and Ticker or Trading Symbol (First) (Middle) SMITH A O CORP [AOS] (First) (Middle) PCORATION A Relationship of Reporting Person(s) to Issuer (Check all applicable) 5. If Amendment, Date of Original Filed (Month/Day/Year) VI 53224 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) VI 53224 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) VI 53224 State - VP, General Counsel & Sec 5. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zp) Table I - Non-Derivative Securities Beneficially Owned 6. Individual or Joint/Group Filing (Check Applicable Line) X Amount of Securities Beneficially Owned 10% or indirect (N (Instr. 5) 4. Nature of Indirect Beneficial Ownership (Instr. 5) Curvity (Instr. 4) 2. Date Exercisable and Expiration San or San

Explanation of Responses: 1. Held in joint tenancy with spouse

Remarks:

James F. Stern ** Signature of Reporting Person 06/04/2007 Date

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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. 76ff(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.

POWER OF ATTORNEY

Know all by these presents, that, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, the undersigned hereby constitut (1) execute for and on behalf of the undersigned (in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder (the (2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Documents and timely fil (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best : The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or act's substitute or substitutes) from and against any and all loss, damage or liability that such attorney-in-fact may sustain as a result of any action taken in goo This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Documents with respect to the undersigned's holding: IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15th day of May, 2007.

/s/James F. Stern

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