FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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	Check this box if no longer subject to
١	Section 16. Form 4 or Form 5
J	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* <u>CURRENT GLOSTER B JR</u>						2. Issuer Name and Ticker or Trading Symbol SMITH A O CORP [ AOS ]										all app		1	0% O	wner
(Last) (First) (Middle) NORTHWESTERN MUTUAL LIFE INSURANCE CO.						3. Date of Earliest Transaction (Month/Day/Year) 04/14/2008										Officer (give title below)			Other (specify below)	
720 EAST WISCONSIN AVENUE  (Street)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicabl Line)     X Form filed by One Reporting Person					·
MILWAUKEE WI 53202															Form filed by More than One Reporting Person					orting
(City)	(	State)	Zip)																	
		Tab	le I - Noi	n-Deriv	ative	Sec	curitie	s Acc	quired,	Dis	posed o	f, o	r Ben	eficia	ally C	Owne	ed			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da				ay/Year)   Ex		A. Deemed execution Date, any Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ties Acquired (A) d Of (D) (Instr. 3, 4			nd	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount		(A) or (D)	Price	- 1	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock 04/14/2					/2008	2008			A		1,926 <sup>(1)</sup> A		A	\$31	.16	4,007		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. Deem Executior if any (Month/Da	Date, Transact					6. Date E Expiratio (Month/I	on Dat		7. Title and Amount of Securities Underlying Derivative Security (Instrand 4)		str. 3			9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct (I or Indire (I) (Instr	D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or Nur of	ount nber ıres						

## **Explanation of Responses:**

1. Payment of portion of retainer in stock under the A. O. Smith Corporation Directors' Compensation Plan based on the market price of the Common Stock on April 14, 2008.

## Remarks:

<u>James F. Stern, Attorney-in-</u> <u>Fact for Gloster B. Current, Jr.</u>

04/15/2008

\*\* 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.