

Weber Mark Jason
 Form 3/A
 February 16, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|--|--|---|--|
| 1. Name and Address of Reporting Person * ^ Weber Mark Jason (Last) (First) (Middle) | | 2. Date of Event Requiring Statement (Month/Day/Year) 01/05/2010 | 3. Issuer Name and Ticker or Trading Symbol WABASH NATIONAL CORP /DE [WNC] | |
| PO BOX 6129,^ 3000 EAST MAIN STREET (47905) (Street) | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner <u> X </u> Officer ____ Other (give title below) (specify below) SVP - CFO | | 5. If Amendment, Date Original Filed(Month/Day/Year) 01/06/2010 |
| LAFAYETTE,^ IN^ 47903-6129 (City) (State) (Zip) | | 6. Individual or Joint/Group Filing(Check Applicable Line) <u> X </u> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 29,164 ⁽¹⁾ | D | ^ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | | | |
|---------------------|--------------------|----------------------------------|----------------------------------|
| Date Exercisable | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|---------------------|--------------------|----------------------------------|----------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Weber Mark Jason PO BOX 6129 3000 EAST MAIN STREET (47905) LAFAYETTE, IN 47903-6129 | Â | Â | Â SVP - CFO | Â |

Signatures

Mark J. Weber 02/16/2010

**Signature of Date
Reporting Person

Explanation of Responses:

- * 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. 78ff(a).
- (1) 5,858 shares were reported on the initial Form 3. 25,800 were reported on an amended Form 3. 2,494 shares were reported twice. Total shares of common stock held equals 29,164. This is a new total and shares from previous Forms 3 should not be added.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.