ARMES ROY V Form 3/A June 08, 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 *

ARMES ROY V

(Last)

2400 S. 44TH STREET

(First) (Middle) 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Statement

(Month/Day/Year)

06/02/2010

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

06/08/2010 (Check all applicable)

MANITOWOC CO INC [MTW]

Director 10% Owner Officer _Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Form filed by More than One

Reporting Person

MANITOWOC, WIÂ 54220

(Street)

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

(Instr. 5)

Form: Direct (D) or Indirect (I)

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

> 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.

SEC 1473 (7-02)

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)

4. 5. Conversion Ownership or Exercise Form of Price of Derivative

Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Date

Exercisable Date

Amount or Title Number of

Shares

Security or Indirect (I) (Instr. 5)

Direct (D)

Security:

1

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

ARMES ROY V

2400 S. 44TH STREET

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MANITOWOC, WIÂ 54220

Signatures

Maurice D. Jones, Power of Attorney 06/08/2010

Date

**Signature of Reporting Person

Explanation of Responses:

No securities are beneficially owned

- * 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).

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Remarks:

Power of Attorney is attached.

The reporting person owns no securities of the issurer.

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.

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