

MYERS MARY S
Form 4/A
October 16, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
MYERS MARY S

2. Issuer Name and Ticker or Trading Symbol
MYERS INDUSTRIES INC [MYE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
173 HAMPSHIRE RD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/19/2008

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

AKRON, OH 44313
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
09/22/2008

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-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 Ownership (Instr. 4)
Common Stock				(A) or (D)	253,021 ⁽¹⁾ <u>(2)</u>	I	Trustee of Louis S. Myers & Mary S. Myers Foundation
Common Stock	09/19/2008		D	20,000	D ⁽³⁾	3,537,022	D
Common Stock	09/19/2008		D	21,900	D ⁽⁴⁾	3,515,122	D

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MYERS MARY S 173 HAMPSHIRE RD AKRON, OH 44313		X		

Signatures

/s/ Donald A. Merrill pursuant to POA dated 4/25/06 and filed 5/12/06 10/16/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) This Form 4/A amends the share holdings to include the indirect holdings listed above which were erroneously omitted from the prior filing.
- (2) Ms. Myers may be deemed to have beneficial ownership of the shares held by this organization as a result of her position with this organization, although Ms. Myers disclaims beneficial ownership of such shares to the extent she does not hold a pecuniary interest with respect to such shares.
- (3) 1,600 shares at \$13.40/share, 500 shares at \$13.41/share, 100 shares at \$13.42/share, 200 shares at \$13.43/share, 300 shares at \$13.44/share, 200 shares at \$13.45/share, 500 shares at \$13.46/share, 1,600 shares at \$13.47/share, 200 shares at \$13.48/share, 200 shares at \$13.49/share, 300 shares at \$13.50/share, 200 shares at \$13.51/share, 300 shares at \$13.52/share, 400 shares at \$13.53/share, 600 shares at \$13.54/share, 900 shares at \$13.55/share, 200 shares at \$13.56/share, 200 shares at \$13.57/share, 300 shares at \$13.58/share, 100 shares at \$13.59/share, 100 shares at \$13.60/share, 1,000 shares at \$13.61/share, 400 shares at \$13.63/share, 2,000 shares at \$13.64/share, 500

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shares at \$13.65/share, 1,900 shares at \$13.66/share, 1,900 shares at \$13.67/share, 1,900 shares at \$13.68/share, 300 shares at \$13.69/share, 1,000 shares at \$13.70/share, 100 shares at \$13.73/share.

100 shares at \$13.61/share, 200 shares at \$13.62/share, 300 shares at \$13.63/share, 200 shares at \$13.66/share, 100 shares at \$13.69/share, 800 shares at \$13.70/share, 100 shares at \$13.735/share, 600 shares at \$13.75/share, 900 shares at \$13.76/share, 800 shares at \$13.77/share, 100 shares at \$13.78/share, 1,300 shares at \$13.80/share, 2,000 shares at \$13.81/share, 900 shares at \$13.82/share, 1,700 (4) shares at \$13.83/share, 900 shares at \$13.84/share, 800 shares at \$13.85/share, 1,600 shares at \$13.86/share, 1,000 shares at \$13.87/share, 200 shares at \$13.88/share, 900 shares at \$13.89/share, 200 shares at \$13.90/share, 400 shares at \$13.91/share, 100 shares at \$13.93/share, 200 shares at \$13.945/share, 300 shares at \$13.95/share, 200 shares at \$13.97/share, 4,200 shares at \$14.00/share, 800 shares at \$14.05/share.

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.