

SUPREME INDUSTRIES INC  
Form SC 13G/A  
February 15, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

SUPREME INDUSTRIES INC

-----  
(Name of Issuer)  
COMMON

-----  
(Title of Class of Securities)  
868607102

-----  
(CUSIP Number)

-----  
(Date of Event Which Requires Filing of this Statement)  
Check the appropriate box to designate the rule pursuant to which this Schedule  
is filed:

Rule 13d-1(b)  
Rule 13d-1(c)

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Rule 13d-1(b)  
Rule 13d-1(c)  
Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's  
initial filing on this form with respect to the subject class of securities, and  
for any subsequent amendment containing information which would alter the  
disclosures provided in a prior cover page.

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The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 1745 (8-07)

CUSIP No. 868607102

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1. Names of Reporting Persons.

FIRST MANHATTAN CO.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [ ]

(b) [ X ]

3. SEC Use Only

4. Citizenship or Place of Organization

NEW YORK

5. Sole Voting Power

0

6. Shared Voting Power

667209

7. Sole Dispositive Power

0

8. Shared Dispositive Power

705893

9. Aggregate Amount Beneficially Owned by Each Reporting Person

705893

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) [ ]

11. Percent of Class Represented by Amount in Row (9)

5.66%



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(c) Number of shares as to which such person has:  
    (i) Sole power to vote or to direct the vote  
0  
    (ii) Shared power to vote or to direct the vote  
667209  
    (iii) Sole power to dispose or to direct the disposition of  
0  
    (iv) Shared power to dispose or to direct the disposition of  
705893

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities check the following: [ ].

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.  
NOT APPLICABLE

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

NOT APPLICABLE

Item 8. Identification and Classification of Members of the Group.

NOT APPLICABLE

Item 9. Notice of Dissolution of Group.

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Item 10. Certifications.  
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(a) The following certification shall be included if the statement is filed pursuant to 240.13d-1(b):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

\*(b) The following certification shall be included if the statement is filed pursuant to 240.13d-1(c):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.  
February 11, 2011  
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(Date)

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s/s/ Neal K. Stearns

-----  
(Signature)

Neal K. Stearns

Senior Managing Director

-----  
(Name/Title)

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute federal criminal violations (see 18 U.S.C. 1001).