

Brown Michael E
Form 4
June 17, 2010

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 *
Brown Michael E

2. Issuer Name and Ticker or Trading Symbol
USA TRUCK INC [USAK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3200 INDUSTRIAL PARK ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/16/2010

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
Former Senior VP, Operations

VAN BUREN, AR 72956

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 06/16/2010 | | M | A | \$ 11.47 | 8,202 | D |
| Common Stock | 06/16/2010 | | S | D | \$ 15.035 | 8,102 | D |
| Common Stock | 06/16/2010 | | S | D | \$ 15 | 7,502 | D |
| Common Stock | 06/16/2010 | | S | D | \$ 15.29 | 7,439 | D |
| Common Stock | 06/16/2010 | | S | D | \$ 15.3 | 7,339 | D |

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| | | | | | | | |
|--------------|------------|---|-----|---|----------|-------|---|
| Common Stock | 06/16/2010 | S | 637 | D | \$ 15.34 | 6,702 | D |
| Common Stock | 06/16/2010 | S | 100 | D | \$ 15.35 | 6,602 | D |

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.

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (right to buy) | \$ 11.47 | 06/16/2010 | | M | 1,600 | 05/05/2009 06/16/2010 ⁽¹⁾ | Common Stock | 1,600 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------------------|
| | Director | 10% Owner | Officer | Other |
| Brown Michael E 3200 INDUSTRIAL PARK ROAD VAN BUREN, AR 72956 | | | | Former Senior VP, Operations |

Signatures

Darron R. Ming, Attorney-in-fact pursuant to POA previously filed

06/17/2010

**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) Stock option shares vested on 05/05/2009 and had an original expiration date of 05/05/2011. However, upon the termination of employment of the reporting person, the vested shares expire 30 days after the date of termination.
- (2) The transaction involves an exercise of an option to purchase 1,600 shares of the Issuer's Common Stock at an exercise price of \$11.47. Upon exercise, the derivative security converts on a one-for-one basis into the Issuer's Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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