

Tardio Juan Pablo
 Form 3/A
 July 01, 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Tardio Juan Pablo | | (Month/Day/Year) | HELMERICH & PAYNE INC [HP] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 04/30/2010 | | 05/05/2010 |
| 1437 SOUTH BOULDER AVENUE,Â SUITE 1400 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | VP & CFO | |
| TULSA,Â OKÂ 74119 | | | | |
| (City) | (State) | (Zip) | | |

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 | 11,334 | D | Â |
| Common Stock | 1,129 | I | 401(k) account |

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

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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. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|---------------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Stock Option (right to buy) | 12/05/2006 ⁽¹⁾ | 12/05/2015 | Common Stock | 1,500 | \$ 30.2375 | D | Â |
| Stock Option (right to buy) | 12/05/2007 ⁽²⁾ | 12/05/2016 | Common Stock | 3,000 | \$ 26.895 | D | Â |
| Stock Option (right to buy) | 12/04/2008 ⁽³⁾ | 12/04/2017 | Common Stock | 6,000 | \$ 35.105 | D | Â |
| Stock Option (right to buy) | 12/02/2009 ⁽⁴⁾ | 12/02/2018 | Common Stock | 7,000 | \$ 21.065 | D | Â |
| Stock Option (right to buy) | 12/01/2010 ⁽⁵⁾ | 12/01/2019 | Common Stock | 9,000 | \$ 38.015 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| Tardio Juan Pablo 1437 SOUTH BOULDER AVENUE SUITE 1400 TULSA,Â OKÂ 74119 | Â | Â | Â VP & CFO | Â |

Signatures

Jonathan M. Cinocca, by Power of Attorney for Juan Pablo Tardio 07/01/2010

**Signature of Reporting Person Date

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) The options were granted under the Helmerich & Payne, Inc. 2000 Stock Incentive Plan on 12/5/05. Options to purchase 1,500 shares remain under said grant, all of which are vested and exercisable. The options vested ratably over 4 years -- the noted date of 12/5/06 is the first date options vested.
 - (2) The options were granted under the Helmerich & Payne, Inc. 2005 Long-Term Incentive Plan on 12/5/06. Options to purchase 3,000 shares remain under said grant, 1,500 of which are vested and became exercisable on 12/5/09 (the noted date) and 1,500 vest and become exercisable on 12/5/10.
 - (3) The options were granted under the Helmerich & Payne, Inc. 2005 Long-Term Incentive Plan on 12/4/07. The options vest ratably over a four year period commencing on the anniversary date of the grant.
 - (4) The options were granted under the Helmerich & Payne, Inc. 2005 Long-Term Incentive Plan on 12/2/08. The options vest ratably over a four year period commencing on the anniversary date of the grant.
 - (5) The options were granted under the Helmerich & Payne, Inc. 2005 Long-Term Incentive Plan on 12/1/09. The options vest ratably over a four year period commencing on the anniversary date of the grant.

Â

Remarks:

This amended Form 3 is filed to report the options to purchase 1,500 shares of stock granted on

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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