Murray Elwyn G III Form 4/A November 25, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Murray Elwyn G III Issuer Symbol

> ADVANCE AUTO PARTS INC (Check all applicable)

[AAP]

11/17/2008

(First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X\_ Officer (give title Other (specify (Month/Day/Year)

ADVANCE AUTO PARTS. INC., 5008 AIRPORT RD

> (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

> > Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person 11/19/2008

ROANOKE, VA 24012

Form filed by More than One Reporting

EVP, Cust Development - DIY

below)

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount of 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Ownership (Month/Day/Year) (Instr. 8) Owned Indirect (I) Following (Instr. 4) (Instr. 4)

> Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount Price (D)

Common 3,632 11/17/2008 A <u>(2)</u>  $20,958 \frac{(3)}{}$ D (1)(2)Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: Murray Elwyn G III - Form 4/A

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	SA. Deemed Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)	
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Stock Appreciation Right	\$ 25.81	11/17/2008		A	36,911 (2) (4)	(2)	11/17/2015	Common Stock	36,91

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
. 3	Director	10% Owner	Officer	Other			
Murray Elwyn G III ADVANCE AUTO PARTS, INC. 5008 AIRPORT RD ROANOKE, VA 24012			EVP, Cust Development - DIY				

# **Signatures**

/s/ Rachel E. Geiersbach, as Attorney-in-Fact for Elwyn G.
Murray III

\*\*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).
- On November 19, 2008 the Reporting Person filed a Form 4 reporting an incorrect grant of 3,269 shares of common stock when in fact 3,632 shares of common stock were granted.
- (2) Refer to Exhibit 99.1 for explanation of certain vesting terms of award.
- (3) Number of derivative securities beneficially owned following reported transaction properly reflects the correct transaction amount.
- On November 19, 2008 the Reporting Person filed a Form 4 reporting an incorrect grant of 33,219 stock appreciation rights when in fact 36,911 stock appreciation rights were granted.

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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