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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] BROWN LEONARD L	2. Issuer Name and ROCKY SHOES			- ·		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) 7375 ARACOMA FOREST DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/22/2003						Officer (give title below)Oth	er (specify belo	w)	
(Street) CINCINNATI, OH 45237		4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_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 2A. Deemed 3. Transaction 4. Securities Acquire Date Execution Date, if Code (A) or Disposed of (I (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Code V Amount (A) or Provide Code V Amount		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) (Instr. 4)							
Common Stock, without par value	12/22/2003		М		5,000	А	\$ 15.25	9,391	D		

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Scurity of Exercise (Instr. 3) 3. Transaction Date Conversion of Exercise (Instr. 3) 3. Loemed Execution Date, if Transaction of Code (Instr. 3) 5. Number of Code (Instr. 3) 7. Title and Amount of Underlying Securities (Instr. 3) 8. Price of Derivative Security (Month/Day/Year) 9. Number of Security (Month/Day/Year) 10. Month/Day/Year) 11. Nature of Code (Instr. 3) (Instr. 3) Price of Derivative Security Security (Instr. 3) 9. Frice of Derivative Securities (Instr. 3) 9. Frice of Derivative Securities (Instr. 3) 9. Number of Security Security (Instr. 4) 10. Month/Day/Year) 11. Nature of Securities (Instr. 4) Security		(e.g., puts, cans, warrants, options, convertible securities)														
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1/1/98 par value	buy)										without					
	1/1/98										par value					
											1					
NSO	1150															

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
BROWN LEONARD L 7375 ARACOMA FOREST DRIVE CINCINNATI, OH 45237	Х					

Signatures

By: Curtis A. Loveland, Attorney-in-Fact	12/22/2003
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) Shares vest and become exercisable one year from the date of grant.

Remarks:

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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