

SCHEDULE 13G

(RULE 13d-102)

Information to be Included in Statements Filed Pursuant to Rule 13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 5)*

Rocky Shoes & Boots, Inc.

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

774830 10 3

(CUSIP Number)

December 31, 1998

(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)
- 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.

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).

<TABLE>
<CAPTION>
CUSIP NO. 774830 10 3
<S> <C>

1	Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (Entities Only)	
	Mike Brooks	
	###-##-####	
2	Check the Appropriate Box if a Member of a Group (See Instructions)	(a) []
		(b) []
3	SEC Use Only	

4	Citizenship or Place of Organization		
	USA		
	Number of	5	Sole Voting Power
	Shares		443,547
	Beneficially	6	Shared Voting Power
	Owned by		0
	Each	7	Sole Dispositive Power
	Reporting		443,547
	Person With	8	Shared Dispositive Power
			0
9	Aggregate Amount Beneficially Owned by Each Reporting Person		
		443,547	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>		
	Mike Brooks expressly disclaims beneficial ownership of 360 shares held by his spouse. -----		
11	Percent of Class Represented by Amount in Row (9)		
		8.5%	
12	Type of Reporting Person (See Instructions)		
		IN	

</TABLE>

Page 2 of 5

Answer every item. If an item is inapplicable or the answer is in the negative, so state.

ITEM 1 (a). Name of Issuer:

Rocky Shoes & Boots, Inc.

ITEM 1 (b). Address of Issuer's Principal Executive Offices:

39 East Canal Street, Nelsonville, Ohio 45764

ITEM 2 (a). Name of Person Filing:

(i) Mike Brooks
(ii) Barbara Brooks Fuller
(iii) Patricia H. Robey

ITEM 2 (b). Address of Principal Business Office or, if None, Residence:

Rocky Shoes & Boots, Inc.
39 East Canal Street
Nelsonville, Ohio 45764

ITEM 2 (c). Citizenship:

All of the persons filing are citizens of the United States
of America.

ITEM 2 (d). Title of Class of Securities:

Common Stock, without par value

ITEM 2 (e). CUSIP Number:

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

Not applicable.

(a) Broker or dealer registered under Section 15 of the Exchange Act.

(b) Bank as defined in Section 3(a)(6) of the Exchange Act.

(c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.

(d) Investment company registered under Section 8 of the Investment Company Act.

(e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

(f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);

(g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);

(h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;

(i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;

(j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.

Page 3 of 5

ITEM 4. OWNERSHIP.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

(i) Mike Brooks: 443,547 Shares

(ii) Barbara Brooks Fuller: 251,755 Shares

(iii) Patricia H. Robey: 140,665 Shares(1)

(b) Percent of class:

(i) Mike Brooks: 8.5%

(ii) Barbara Brooks Fuller: 4.9%

(iii) Patricia H. Robey: 2.7%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

(A) Mike Brooks: 443,547 Shares

(B) Barbara Brooks Fuller: 251,755 Shares

(C) Patricia H. Robey: 140,665 Shares

(ii) Shared power to vote or to direct the vote: 0 shares

(iii) Sole power to dispose or to direct the disposition of:

(A) Mike Brooks: 443,547 Shares

(B) Barbara Brooks Fuller: 251,755 Shares

(C) Patricia H. Robey: 140,665 Shares

(iv) Shared power to dispose or to direct the disposition of:

0 shares

Instruction. For computations regarding securities which represent a

right to acquire an underlying security see Rule 13d-3(d)(1).

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 [X].

Instruction. Dissolution of a group requires a response to this item.

(i) Barbara Brooks Fuller: 4.9%

(ii) Patricia H. Robey: 2.7%

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of an employee benefit plan, pension fund or endowment fund is not required.

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c), attach an exhibit stating the identification of the relevant subsidiary.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

If a group has filed this schedule pursuant to Rule 13d-1(b)(1)(ii)(J), so indicate under Item 3(h) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(d), attach an exhibit stating the identity of each member of the group.

Not applicable.

- - - - -

(1) Ms. Robey's beneficial ownership was incorrectly reported on Amendment No. 4 as 159,665 shares. Ms. Robey's beneficial ownership as of December 31, 1997 was 139,665. Ms. Robey is included in this Amendment No. 5 in order to correct that error, and report her current beneficial ownership of 140,665 shares.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. (See Item 5.)

Not applicable.

ITEM 10. CERTIFICATIONS.

Not applicable.

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 15, 1999

February 15, 1999

(Date)

(Date)

/s/ Mike Brooks

/s/ Barbara Brooks Fuller

(Signature)

(Signature)

Mike Brooks

Barbara Brooks Fuller

(Name and Title)

(Name and Title)

February 15, 1999

(Date)

/s/ Patricia H. Robey

(Signature)

Patricia H. Robey

(Name and Title)

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of the filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) 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).