Bell John R.
Form 3/A
March 13, 2012

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 *
Â Bell John R.
(Last) (First) (Middle)

1437 S. BOULDER AVE.
(Street)

TULSA,Â OKÂ 74119
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
03/07/2012

3. Issuer Name **and** Ticker or Trading Symbol
HELMERICH & PAYNE INC [HP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice Pres., Human Resources

5. If Amendment, Date Original Filed(Month/Day/Year)
03/13/2012

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

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	17,000	D	Â
Common Stock	1,800	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 Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	12/03/2004[(1)](#)	12/03/2013	Common Stock	12,750	$ 12.08	D	Â
Stock Option (right to buy)	12/01/2005[(1)](#)	12/01/2014	Common Stock	17,000	$ 16.01	D	Â
Stock Option (right to buy)	12/05/2006[(1)](#)	12/05/2015	Common Stock	6,000	$ 30.238	D	Â
Stock Option (right to buy)	12/05/2007[(2)](#)	12/05/2016	Common Stock	9,000	$ 26.895	D	Â
Stock Option (right to buy)	12/04/2008[(2)](#)	12/04/2017	Common Stock	10,000	$ 35.105	D	Â
Stock Option (right to buy)	12/02/2009[(3)](#)	12/02/2018	Common Stock	13,000	$ 21.065	D	Â
Stock Option (right to buy)	12/01/2010[(3)](#)	12/01/2019	Common Stock	9,000	$ 38.015	D	Â
Stock Option (right to buy)	12/07/2011[(3)](#)	12/07/2020	Common Stock	5,500	$ 47.935	D	Â
Stock Option (right to buy)	12/06/2012[(4)](#)	12/06/2021	Common Stock	6,000	$ 59.76	D	Â

Reporting Owners

Reporting Owner Name / Address	**Relationships**			
	Director	10% Owner	Officer	Other
Bell John R. 1437 S. BOULDER AVE. TULSA,Â OKÂ 74119	Â	Â	Â Vice Pres., Human Resources	Â

Signatures

Jonathan M. Cinocca, by Power of Attorney for John R. Bell	03/13/2012
[**](#)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. The noted date is the first date options vested. All of the options are vested.
(2)	The options were granted under the Helmerich & Payne, Inc. 2005 Long-Term Incentive Plan. The noted date is the first date options vested. All of the options are vested.
(3)	The options were granted under the Helmerich & Payne, Inc. 2005 Long-Term Incentive Plan. The grant of options vest ratably over four years. The noted date is the first date options vested.

(4) The options were granted under the Helmerich & Payne, Inc. 2010 Long-Term Incentive Plan. The options vest ratably over 4 years. The noted date is the first date options vested.

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Remarks:

ThisÂ amendmentÂ isÂ filedÂ solelyÂ toÂ correctÂ theÂ expirationÂ datesÂ reflectedÂ inÂ theÂ originalÂ FormÂ 3Â forÂ

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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