

Asplund Dale A  
Form 3  
April 21, 2011

**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 <b>and</b> Ticker or Trading Symbol	
Â Asplund Dale A		(Month/Day/Year)	UNITED RENTALS INC /DE [URI]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		04/13/2011		
C/O UNITED RENTALS, INC.,Â FIVE GREENWICH OFFICE PARK			(Check all applicable)	
	(Street)		<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			Senior V.P.-Business Services	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	
GREENWICH,Â CTÂ 06831				
(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 <u>(1)</u> <u>(2)</u>	16,832 <u>(1)</u> <u>(2)</u>	D	Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**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)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option - Right to Buy	03/13/2012 <sup>(3)</sup>	03/13/2019	Common Stock	11,667	\$ 3.44	D	Â
Stock Option - Right to Buy	Â <sup>(4)</sup>	03/10/2020	Common Stock	26,666	\$ 8.47	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Asplund Dale A C/O UNITED RENTALS, INC. FIVE GREENWICH OFFICE PARK GREENWICH, CT 06831	Â	Â	Â Senior V.P.-Business Services	Â

## Signatures

/ s / Dale A.  
Asplund

04/20/2011

    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 total reported is comprised of: (i) an award of restricted stock units granted to the reporting person on March 13, 2009, of which 3,333 units are scheduled to vest on March 13, 2012, (ii) an award of restricted stock units granted on December 21, 2009, of which 1,666 units are scheduled to vest on December 21, 2011 and 1,667 units are scheduled to vest on December 21, 2012, (iii) an award of restricted stock units granted on March 11, 2010, of which 3,333 units are scheduled to vest on each of March 11, 2012 and March 11, 2013, and (iv) an award of 3,500 restricted stock units granted on March 8, 2011, of which one-third of the units are scheduled to vest on each of March 8, 2012, March 8, 2013 and March 8, 2014.
  - (2) Restricted stock units are settled with common shares on a one-for-one basis upon vesting and are subject to acceleration in certain circumstances.
  - (3) In connection with an option award granted on March 13, 2009, 11,667 option shares become exercisable on March 13, 2012.
  - (4) In connection with an option award granted on March 11, 2010, 13,333 option shares become exercisable on each of March 11, 2012 and March 11, 2013.

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.