

FORM 4

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

| | |
|--|-----------|
| OMB APPROVAL | |
| OMB Number: | 3235-0287 |
| Estimated average burden hours per response... | 0.5 |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

| | | | | | |
|---|--|---|--|--|--|
| 1. Name and Address of Reporting Person * ARES CORPORATE OPPORTUNITIES FUND LP | | 2. Issuer Name and Ticker or Trading Symbol DOUGLAS DYNAMICS, INC [PLOW] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) | |
| (Last) (First) (Middle) 2000 AVENUE OF THE STARS, 12TH FLOOR | | 3. Date of Earliest Transaction (Month/Day/Year) 05/20/2011 | | | |
| (Street) LOS ANGELES, CA 90067 | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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 Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, par value \$0.01 per share | 05/20/2011 | | S | | 1,546,203 | D | \$ 14.2 | 772,563 | D (1) (2) | |

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

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. SEC 1474 (9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|--|--|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ARES CORPORATE OPPORTUNITIES FUND LP 2000 AVENUE OF THE STARS, 12TH FLOOR LOS ANGELES, CA 90067 | X | X | | |
| ACOF OPERATING MANAGER LP 2000 AVENUE OF THE STARS, 12TH FLOOR LOS ANGELES, CA 90067 | X | X | | |
| ACOF MANAGEMENT LP 2000 AVENUE OF THE STARS, 12TH FLOOR LOS ANGELES, CA 90067 | X | X | | |

| | | | | |
|--|---|---|--|--|
| ARES MANAGEMENT LLC 2000 AVENUE OF THE STARS, 12TH FLOOR LOS ANGELES, CA 90067 | X | X | | |
| ARES PARTNERS MANAGEMENT CO LLC 2000 AVENUE OF THE STARS, 12TH FLOOR LOS ANGELES, CA 90067 | X | X | | |

Signatures

| | | |
|---|--|------------|
| /s/ Michael D. Weiner, Authorized Signatory of ACOF Operating Manager, L.P., Manager, for Ares Corporate Opportunities Fund, L.P. | | 06/01/2011 |
| <small>**Signature of Reporting Person</small> | | Date |
| /s/ Michael D. Weiner, Authorized Signatory of ACOF Operating Manager, L.P., General Partner, for ACOF Management, L.P. | | 06/01/2011 |
| <small>**Signature of Reporting Person</small> | | Date |
| /s/ Michael D. Weiner, Authorized Signatory, for ACOF Operating Manager, L.P. | | 06/01/2011 |
| <small>**Signature of Reporting Person</small> | | Date |
| /s/ Michael D. Weiner, Authorized Signatory, for Ares Management LLC | | 06/01/2011 |
| <small>**Signature of Reporting Person</small> | | Date |
| /s/ Michael D. Weiner, Authorized Signatory, for Ares Partners Management Company LLC | | 06/01/2011 |
| <small>**Signature of Reporting Person</small> | | 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) The general partner of Ares Corporate Opportunities Fund, L.P. ("ACOF") is ACOF Management, L.P. ("ACOF Management") and the general partner of ACOF Management is ACOF Operating Manager, L.P. ("ACOF Operating Manager"). The manager of ACOF is ACOF Operating Manager. ACOF Operating Manager is indirectly controlled by Ares Management LLC ("AM LLC"), which, in turn, is indirectly controlled by Ares Partners Management Company LLC ("APMC" and, together with ACOF, ACOF Management, ACOF Operating Manager and AM LLC, the "Ares Entities").
- APMC is managed by an executive committee comprised of Antony Ressler, Michael Arougheti, David Kaplan, Greg Margolies and Bennett Rosenthal. Each of the members of the executive committee, and the Ares Entities (other than ACOF with respect to the securities held by ACOF) and the officers, partners, members and managers
- (2) of the Ares Entities expressly disclaim beneficial ownership of, and pecuniary interest in, these securities, except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that any such person or entity is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes. The address of each Ares Entity is 2000 Avenue of the Stars, 12th Floor, Los Angeles, CA 90067.

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.