(City)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

(Zip)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OWB APPRC	IVAL
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	or Section 30(h) of the Investment Company Act of 1940	
1. Name and Address of Reporting Person [*] TRUSSELL ROBERT B JR	2. Issuer Name and Ticker or Trading Symbol <u>TEMPUR PEDIC INTERNATIONAL INC</u> [TPX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner
(Last) (First) (Middle) C/O TEMPUR-PEDIC INTERNATIONAL INC. 1713 JAGGIE FOX WAY	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2006	Officer (give title Other (specify below) below)
(Street) LEXINGTON KY 40511	4. If Amendment, Date of 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

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. Transactic Code (Inst) 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	08/01/2006		S		1,700 ⁽¹⁾	D	\$14.12	1,407,929	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		300(1)	D	\$14.17	1,407,629	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		5,000 ⁽¹⁾	D	\$14.18	1,402,629	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		3,300 ⁽¹⁾	D	\$14.19	1,399,329	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		500 ⁽¹⁾	D	\$14.2	1,398,829	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		600 ⁽¹⁾	D	\$14.22	1,398,229	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		1,700 ⁽¹⁾	D	\$14.23	1,396,529	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		200(1)	D	\$14.24	1,396,329	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		4,000(1)	D	\$14.25	1,392,329	I	By RBT Investments, LLC
Common Stock	08/01/2006		S		3,700 ⁽¹⁾	D	\$14.26	1,388,629	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		500 ⁽¹⁾	D	\$14.27	1,388,129	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		1,500 ⁽¹⁾	D	\$14.28	1,386,629	I	By RBT Investments, LLC
Common Stock	08/01/2006		s		3,300 ⁽¹⁾	D	\$14.29	1,383,329	I	By RBT Investments, LLC

1. Title of Security (Instr. 3)	Non-Derivative 2. Transaction Date	2A. Deemed Execution Date,	3. Transa		4. Securities	Acquired	(A) or	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
	(Month/Day/Year)	if any (Month/Day/Year)	Code (Ins 8) Code V		5)	(A) or (D) Price		Beneficially Owned Following Reported Transaction(s)	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				v				(Instr. 3 and 4)		By RBT
Common Stock	08/01/2006		S		3,400 ⁽¹⁾	D	\$14.3	1,379,929	I	Investments LLC
Common Stock	08/01/2006		S		700 ⁽¹⁾	D	\$14.31	1,379,229	Ι	By RBT Investments LLC
Common Stock	08/01/2006		S		7,500(1)	D	\$14.32	1,371,729	Ι	By RBT Investment LLC
Common Stock	08/01/2006		s		1,100(1)	D	\$14.33	1,370,629	I	By RBT Investments LLC
Common Stock	08/01/2006		s		1,400 ⁽¹⁾	D	\$14.34	1,369,229	I	By RBT Investments LLC
Common Stock	08/01/2006		S		3,400 ⁽¹⁾	D	\$14.35	1,365,829	I	By RBT Investments LLC
Common Stock	08/01/2006		S		1,700 ⁽¹⁾	D	\$14.36	1,364,129	I	By RBT Investments LLC
Common Stock	08/01/2006		S		5,100 ⁽¹⁾	D	\$14.37	1,359,029	I	By RBT Investments LLC
Common Stock	08/01/2006		S		4,900 ⁽¹⁾	D	\$14.38	1,354,129	I	By RBT Investments LLC
Common Stock	08/01/2006		s		1,000 ⁽¹⁾	D	\$14.39	1,353,129	I	By RBT Investments LLC
Common Stock	08/01/2006		S		900(1)	D	\$14.4	1,352,229	I	By RBT Investments LLC
Common Stock	08/01/2006		S		2,200 ⁽¹⁾	D	\$14.41	1,350,029	I	By RBT Investments LLC
Common Stock	08/01/2006		S		3,300 ⁽¹⁾	D	\$14.42	1,346,729	I	By RBT Investments LLC
Common Stock	08/01/2006		S		4,400 ⁽¹⁾	D	\$14.43	1,342,329	I	By RBT Investments LLC
Common Stock	08/01/2006		S		12,700 ⁽¹⁾	D	\$14.44	1,329,629	I	By RBT Investments LLC
Common Stock	08/01/2006		S		5,600 ⁽¹⁾	D	\$14.45	1,324,029	I	By RBT Investments LLC
Common Stock	08/01/2006		s		20,400 ⁽¹⁾	D	\$14.46	1,303,629	I	By RBT Investments LLC

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Ta Date (Month/Day/Year)	Hite IPen Beriva Execution Date, if any (e.g., p -(Month/Day/Year)	ifye S Transa Utsieq 8)	ecuri	the Superior of the securities of Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Acquired (A) or Disposed of (D) (Instr. 3, 4		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Acquired (A) or Disposed of (D) (Instr. 3, 4		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		¢₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩₩		Amount of Amount of BeSagusities) Underlying Derivative Security (Instr. 3 and 4)		8 Ovineti Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)						
											Amount or																														
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transa C888 (ctjon Instr.	5. Nu of Deriv		6. Date Exerce Expiration Da Month/Day/v	isable and tExpiration Date ear)	7. Title Amour Title Securi	Number and t of Shares ies	8. Price of Derivative Security	9. Number of derivative Securities	10. Ownership Form:	11. Nature of Indirect Beneficial																										
	Price of Derivative		(Month/Day/Year) 1 trading plan dated J	8)	2006 am	Secu Acqu	ired	DT Incontra on		Underl Derivat	ive	(Instr. 5)	Beneficially Owned	Direct (D) or Indirect																											
the Securities	Exchange Act	of 1934, as amended	. The plan contains s	pecific in	nstructio	Piepc	se,dub	ject to certain li	mitations, 125	5, aod 4) a	ires on the f	irst trading da	yReported nonth f	rom August 2	006 until																										
December 20 Investments,	06, at the mark LLC indirectly	et price on each sale as trustees of the me	date. The plan was a mbers of RBT Manag	lopted fo gement, 1 I	or estate LLC, th	e (Instr. and 5	k plann ger for	ing purposes. T RBT Investmer	he reporting p 1ts, LLC.	erson an I	d his spous	e control the i	n Transaction(s)o (Instr. 4)	ting decisions	of RBT																										
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Reminder: F	eport on a se	parate line for each	class of securities	1 Sepret fic	ið fly ov	vn6—6)dd	in (BO) tly	Date oExectisedale	Expiration State	Signatur Title	Number eof Repor Shares	ting Person	Date																												

* 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).

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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