FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	OMB APPROVAL
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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

			or Section 30(n) of the investment Company Act of 1940				
1. Name and Addre			2. Issuer Name and Ticker or Trading Symbol TEMPUR PEDIC INTERNATIONAL INC TPX		elationship of Reporting Person(s) to Issuer ck all applicable) Director 10% Owner		
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/01/2006		Officer (give title below)	Other (specify below)			
(Street) LEXINGTON (City)	KY (State)	40511 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indir Line) X	vidual or Joint/Group Filin Form filed by One Re Form filed by More the Person	porting Person	
		Table I New Davis	ative Convities Assuired Disposed of ar Bonefi	براامند	Ourod		

T/13 JAGGIE F			4. If Amendment, Date	e of Orig	jinal F	iled (Month/Da	ay/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) LEXINGTON	KY	40511								X Form filed by	One Reporting More than One			
(City)	(State)	(Zip)								. 0.00				
		Table I - I	Non-Deriva	tive Securities A	cquire	ed, C	Disposed o	f, or B	enefici	ally Owned				
1. Title of Security	(Instr. 3)		2. Transaction Date (Month/Day/Ye	Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an 5)		(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock			12/01/200	6	S		500(1)	D	\$20.74	4 749,129	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		2,900(1)	D	\$20.7	5 746,229	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		6,100(1)	D	\$20.70	6 740,129	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		3,400(1)	D	\$20.7	7 736,729	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		4,800(1)	D	\$20.78	731,929	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		9,900(1)	D	\$20.75	9 722,029	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		3,500(1)	D	\$20.8	718,529	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		1,900(1)	D	\$20.8	1 716,629	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		6,400(1)	D	\$20.82	2 710,229	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		1,600(1)	D	\$20.83	3 708,629	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		8,000(1)	D	\$20.84	4 700,629	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		11,500(1)	D	\$20.8	689,129	I	By RBT Investments LLC		
Common Stock			12/01/200	6	S		7,800(1)	D	\$20.80	6 681,329	I	By RBT Investments LLC		

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. Transa Code (8)		4. Securities Disposed Of (5)	Acquired (D) (Instr.	(A) or 3, 4 and	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)		,		
Common Stock	12/01/2006		S		2,000(1)	D	\$20.87	679,329	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		700(1)	D	\$20.88	678,629	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		3,500(1)	D	\$20.91	675,129	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		1,400(1)	D	\$20.92	673,729	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		600(1)	D	\$20.93	673,129	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		2,300(1)	D	\$20.94	670,829	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		400(1)	D	\$20.95	670,429	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		600(1)	D	\$20.99	669,829	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		3,800(1)	D	\$21	666,029	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		2,600(1)	D	\$21.01	663,429	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		600(1)	D	\$21.02	662,829	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		500(1)	D	\$21.03	662,329	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		1,800(1)	D	\$21.04	660,529	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		3,500 ⁽¹⁾	D	\$21.05	657,029	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		4,100(1)	D	\$21.06	652,929	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		3,400(1)	D	\$21.07	649,529	I	By RBT Investments, LLC		
Common Stock	12/01/2006		S		2,600(1)	D	\$21.08	646,929	I	By RBT Investments, LLC		

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 Ta Date (Month/Day/Year)	He Premberiva Execution Date, if any (e.g., p (Month/Day/Year)	tive S Transa USSue(4 8)	ecuri etion asls,	tiesu of Secur Acqu (A) or Dispo of (D) (Instr	rities ired osed . 3, 4			한 관심 역 한 영향 중심 한 연합 Expiration Date Q 한 한 한 한 한 한 한 한 한 한 한 한 한 한 한 한 한 한 한		fe라(역)영상(영상(단단) Expiration Date Q IXHODS y/ CQ I)Vertib		i feRitgFistsios설산마 한 Expiration Date QUARIBIDS y/ CQI) Vert		of, of Benefici Amount of Tible Secretal itie Underlying Derivative Security (Instr. and 4)		y ⁸ Griph etal 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	2.	3. Transaction	3A. Deemed	4.		5. Nu		6. Date Exerc	isable and	7. Title	Number	8. Price of	9. Number of	10.	11. Nature						
Derivative Security	Conversion or Exercise	Date (Month/Day/Year)	Execution Date, if any	Transa 888 (iction Instr.	l of Beriv	a(R)e	6. Date Exerc Expiration Da Exercisable (Month/Day/)	Date ear)	Amoun Securit	t ^{Of} f Shares ies	Derivative Security	derivative Securities	Ownership Form:	of Indirect Beneficial						
(Instr. 3) Explanation	Price of Berivative	es:	(Month/Day/Year)	8)		Secu	rities			Underly	ying	(Instr. 5)	Beneficially Owned	Direct (D) or Indirect	Ownership						
1. The shares	v Security purs	uant to a Rule 10b5-1	trading plan dated J	une 23, 1	2006 an			RBT Investmen	ts, LLC, in ord			icable sales to									
the Securities	Exchange Act	of 1934, as amended	l. The plan contains s	pecific ii	nstructio	or Dispo	ese,d _{ub}	ject to certain li	mitations, 125	5, and 4) a	res on the f	first trading da	y Reported nonth f	rom August 20	006 until						
December 20	06, at the mark	et price on each sale	date. The plan was ad	lopted fo	or estate	(Instr	k plann	ing purposes. T	he reporting p	erson an	d his spous	e control the i	ก ประการสุดเกตกเร อ (Instr. 4)	ting decisions	of RBT						
Investments,	LLC indirectly	as trustees of the me	mbers of RBT Manag	gement, . I	LLC, th	e matta and 5	ger for	RBT Investmen	its, LLC.	1			(mom 4)								
									Att	tornev-	m H. Poo		<u>12/04/200</u>	1 <u>06</u> 							
Reminder: F	eport on a se	parate line for each	class of securities	l Semet io	i M ly ov	vn (—e) bld	ir (£2) tly	Date oExamisatile	Expiration S	ignatur Title	e of Repor	ting Person	Date								

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).