

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>TRUSSELL ROBERT B JR</u> (Last) (First) (Middle) <u>C/O TEMPUR-PEDIC INTERNATIONAL INC.</u> <u>1713 JAGGIE FOX WAY</u> (Street) <u>LEXINGTON KY 40511</u> (City) (State) (Zip)	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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/08/2006</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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. 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	05/08/2006		s		50,000	D	\$15.18 ⁽¹⁾	1,322,869	D	
Common Stock	05/08/2006		s		44,300	D	\$15.19 ⁽¹⁾	1,278,569	D	
Common Stock	05/08/2006		s		53,200	D	\$15.2 ⁽¹⁾	1,225,369	D	
Common Stock	05/08/2006		s		2,500	D	\$15.21 ⁽¹⁾	1,222,869	D	
Common Stock	05/08/2006		s		130,100	D	\$15.25 ⁽¹⁾	1,092,769	D	
Common Stock	05/08/2006		s		4,800	D	\$15.26 ⁽¹⁾	1,087,969	D	
Common Stock	05/09/2006		s		96,000	D	\$15.25 ⁽¹⁾	991,969	D	
Common Stock	05/09/2006		s		3,800	D	\$15.26 ⁽¹⁾	988,169	D	
Common Stock	05/09/2006		s		200	D	\$15.27 ⁽¹⁾	987,969	D	
Common Stock	05/09/2006		s		64,700	D	\$15.28 ⁽¹⁾	923,269	D	
Common Stock	05/09/2006		s		1,000	D	\$15.3 ⁽¹⁾	922,269	D	
Common Stock	05/10/2006		s		7,700	D	\$15.23 ⁽¹⁾	914,569	D	
Common Stock	05/10/2006		s		42,097	D	\$15.25 ⁽¹⁾	872,472	D	
Common Stock	05/10/2006		s		900	D	\$15.26 ⁽¹⁾	871,572	D	
Common Stock	05/10/2006		s		200	D	\$15.27 ⁽¹⁾	971,372	D	
Common Stock	05/10/2006		s		43,000	D	\$15.33 ⁽¹⁾	828,372	D	
Common Stock	05/10/2006		s		100	D	\$15.34 ⁽¹⁾	828,272	D	
Common Stock	05/10/2006		s		46,300	D	\$15.35 ⁽¹⁾	781,972	D	
Common Stock	05/10/2006		s		300	D	\$15.36 ⁽¹⁾	781,672	D	
Common Stock	05/10/2006		s		500	D	\$15.38 ⁽¹⁾	781,172	D	
Common Stock	05/10/2006		s		57,300	D	\$15.4 ⁽¹⁾	723,872	D	
Common Stock	05/10/2006		s		100	D	\$15.41 ⁽¹⁾	723,772	D	
Common Stock	05/10/2006		s		2,800	D	\$15.43 ⁽¹⁾	720,972	D	
Common Stock								1,409,629 ⁽¹⁾	I	By RBT Investments LLC

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

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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 (e.g., puts/calls, warrants, options, convertible securities) (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 Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Explanation of Responses:			1. These shares are owned by Robert B. Trussell, Jr. or Robert B. Trussell, Jr. and Martha G. Trussell as Tenants in Common.			/s/ William H. Poche, attorney-in-fact		05/10/2006			
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.			* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).			** Signature of Reporting Person		Date			

** 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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