

NYMAN LEE R
Form 4
February 21, 2006

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 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 *
NYMAN LEE R

2. Issuer Name and Ticker or Trading Symbol
MUELLER INDUSTRIES INC
[MLI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3216 GOSNOLD BLUFF COVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/17/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP - Metal Manufacturing

COLLERVILLE, TN 38017

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ 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 or Price		
Common Stock	02/17/2006		M		\$ 23.803	D	
Common Stock	02/17/2006		M		\$ 14.074	D	
Common Stock	02/17/2006		M		\$ 22.09	D	
Common Stock	02/17/2006		M		\$ 15.202	D	
Common Stock	02/17/2006		M		\$ 18.701	D	

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Common Stock	02/17/2006	M	24,897	A	\$ 20.403	110,103	D
Common Stock	02/17/2006	M	18,673	A	\$ 16.615	128,776	D
Common Stock	02/17/2006	M	12,448	A	\$ 20.178	141,224	D
Common Stock	02/17/2006	F	10,609	D	\$ 29.77	130,615	D
Common Stock	02/17/2006	S	130,224	D	\$ 29.57	391	D

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 23.803	02/17/2006		M	6,211	<u>(1)</u> 07/01/2008	Common Stock	6,211	
Employee Stock Option (Right to Buy)	\$ 14.074	02/17/2006		M	6,204	<u>(2)</u> 10/29/2008	Common Stock	6,204	
Employee Stock Option (Right to Buy)	\$ 22.09	02/17/2006		M	18,815	<u>(3)</u> 12/13/2009	Common Stock	18,815	
	\$ 15.202	02/17/2006		M	12,447	<u>(4)</u> 12/21/2010		12,447	

Employee Stock Option (Right to Buy)							Common Stock	
Employee Stock Options (Right to Buy)	\$ 18.701	02/17/2006	M	20,524	<u>(5)</u>	11/06/2011	Common Stock	20,524
Employee Stock Option (Right to Buy)	\$ 20.403	02/17/2006	M	24,897	<u>(6)</u>	02/13/2012	Common Stock	24,897
Employee Stock Option (Right to Buy)	\$ 16.615	02/17/2006	M	18,673	<u>(7)</u>	02/10/2013	Common Stock	18,673
Employee Stock Option (Right to Buy)	\$ 20.178	02/17/2006	M	12,448	<u>(8)</u>	02/10/2014	Common Stock	12,448

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NYMAN LEE R 3216 GOSNOLD BLUFF COVE COLLERVILLE, TN 38017			VP - Metal Manufacturing	

Signatures

/s/ Lee R.
Nyman

02/21/2006

**Signature of
Reporting Person

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) Exercisable: 2,489 on 7/1/99; 2,490 on 7/1/2000; and 1,232 on 7/1/2001.
- (2) Exercisable: 4,431 on 10/29/2002 and 1,773 on 10/29/2003.
- (3) Exercisable: 4,668 on 12/13/2000; 4,668 on 12/13/2001; 4,668 on 12/13/2002; 4,669 on 12/13/2003; and 142 on 12/13/2004.

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- (4) Exercisable: 3,112 on 12/21/2002; 3,112 on 12/21/2003; 3,111 on 12/21/2004; and 3,112 on 12/21/2005.
- (5) Exercisable: 9,336 on 11/6/2002; 4,668 on 11/6/2003; 4,669 on 11/6/2004; and 1,851 on 11/6/2005.
- (6) Exercisable: 6,224 on 2/13/2003; 6,224 on 2/13/2004; 6,225 on 2/13/2005; and 6,224 on 2/13/2006.
- (7) Exercisable: 6,224 on 2/10/2004; 6,224 on 2/10/2005; 6,225 on 2/10/2006.
- (8) Exercisable: 6,224 on 2/10/2005 and 6,224 on 2/10/2006.

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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