

TEMPUR PEDIC INTERNATIONAL INC
 Form 4
 March 21, 2008

FORM 4

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

OMB APPROVAL

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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 *
MASTO CHRISTOPHER A

(Last) (First) (Middle)

C/O FRIEDMAN FLEISCHER &
 LOWE, ONE MARITIME PLAZA,
 22ND FLOOR

(Street)

SAN FRANCISCO, CA 94111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**TEMPUR PEDIC
 INTERNATIONAL INC [TPX]**

3. Date of Earliest Transaction
 (Month/Day/Year)
03/19/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)	(A) or (D)	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)
Common Stock	03/19/2008		P	127	A	\$ 11.555 78,313	I	See Footnote (1)
Common Stock	03/19/2008		P	1,027	A	\$ 11.56 79,340	I	See Footnote (1)
Common Stock	03/19/2008		P	28	A	\$ 11.565 79,368	I	See Footnote (1)

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Common Stock	03/19/2008	P	953	A	\$ 11.57	80,321	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	4,832	A	\$ 11.58	85,153	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	937	A	\$ 11.59	86,090	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	43	A	\$ 11.595	86,133	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	11,249	A	\$ 11.6	97,382	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	269	A	\$ 11.61	97,651	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	1,005	A	\$ 11.62	98,656	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	63	A	\$ 11.625	98,719	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	3,720	A	\$ 11.63	102,439	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	18	A	\$ 11.635	102,457	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	593	A	\$ 11.64	103,050	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	2,140	A	\$ 11.65	105,190	I	See Footnote <u>(1)</u>
Common Stock	03/19/2008	P	35	A	\$ 11.66	105,225	I	See Footnote <u>(1)</u>
Common Stock	03/20/2008	P	39	A	\$ 11.6	105,264	I	See Footnote <u>(1)</u>
Common Stock	03/20/2008	P	50	A	\$ 11.61	105,314	I	See Footnote

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								(1)
Common Stock	03/20/2008	P	106	A	\$ 11.62	105,420	I	See Footnote (1)
Common Stock	03/20/2008	P	12	A	\$ 11.63	105,432	I	See Footnote (1)
Common Stock	03/20/2008	P	18	A	\$ 11.64	105,450	I	See Footnote (1)
Common Stock	03/20/2008	P	71	A	\$ 11.65	105,521	I	See Footnote (1)
Common Stock	03/20/2008	P	24	A	\$ 11.68	105,545	I	See Footnote (1)
Common Stock	03/20/2008	P	659	A	\$ 11.7	106,204	I	See Footnote (1)
Common Stock	03/20/2008	P	39	A	\$ 11.705	106,243	I	See Footnote (1)
Common Stock	03/20/2008	P	174	A	\$ 11.71	106,417	I	See Footnote (1)
Common Stock	03/20/2008	P	60	A	\$ 11.72	106,477	I	See Footnote (1)
Common Stock	03/20/2008	P	51	A	\$ 11.74	106,528	I	See Footnote (1)
Common Stock	03/20/2008	P	2,348	A	\$ 11.75	108,876	I	See Footnote (1)
Common Stock	03/20/2008	P	21	A	\$ 11.77	108,897	I	See Footnote (1)

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

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