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TEMPUR PEDIC INTERNATIONAL INC

Reported by

SARVARY MARK A

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/03/10 for the Period Ending 11/01/10

Address	1713 JAGGIE FOX WAY LEXINGTON, KY 40511
Telephone	859-514-4757
CIK	0001206264
Symbol	TPX
SIC Code	2510 - Household Furniture
Industry	Furniture & Fixtures
Sector	Consumer Cyclical
Fiscal Year	12/31

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FORM 4

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

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
SARVARY MARK A	**TEMPUR PEDIC INTERNATIONAL INC [TPX]**	_____ Director _____ 10% Owner
(Last) (First) (Middle) **C/O TEMPUR-PEDIC INTERNATIONAL INC, 1713 JAGGIE FOX WAY**	3. Date of Earliest Transaction (MM/DD/YYYY) **11/1/2010**	__ **X** __ Officer (give title below) _____ Other (specify below) **CEO & President**
(Street) **LEXINGTON, KY 40511** (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**11/1/2010**		**M**		**2550**	**A** (1)	**$7.81**	**2550**	**D**	
Common Stock	**11/1/2010**		**S**		**2550**	**D** (1)	**$35**	**0**	**D**	
Common Stock	**11/2/2010**		**M**		**7450**	**A** (1)	**$7.81**	**7450**	**D**	
Common Stock	**11/2/2010**		**S**		**7450**	**D** (1)	**$35**	**0**	**D**	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities 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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	**$7.81**	**11/1/2010**		**M**		**2550**		(2)	**6/30/2018**	**Common Stock**	**2550**	**$7.81**	**887450**	**D**	
Stock Option	**$7.81**	**11/2/2010**		**M**		**7450**		(2)	**6/30/2018**	**Common Stock**	**7450**	**$7.81**	**880000**	**D**	

Explanation of Responses:

(1) The shares were sold pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on July 28, 2010 in order to cause the applicable sales to fall within the scope of Rule 10b5-1 under the Securities Exchange Act of 1934, as amended. The Rule 10b5-1 trading

plan contains specific instructions to sell shares pursuant to the exercise of options if the price of the Issuer's common stock exceeds a pre-determined price per share.

(2) This option vests in four equal annual installments beginning on June 30, 2009 and ending on June 30, 2012.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SARVARY MARK A **C/O TEMPUR-PEDIC INTERNATIONAL INC** **1713 JAGGIE FOX WAY** **LEXINGTON, KY 40511**			**CEO & President**	

Signatures

/s/ Dale E. Williams, Attorney-in-Fact **11/3/2010**

** Signature of Reporting Person — Date

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).

****** 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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