FORM	4
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#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Respons	es)											
1. Name and Address of MCKEE KENT A	me and Address of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or Trading Symbol   KEE KENT A MUELLER INDUSTRIES INC [MLI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) 2530 GUILFORD	(First) COVE		3. Date of Earliest Transaction (Month/Day/Year) 02/23/2005					X_Officer (give title below)Other (specify below) Vice President & CFO				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
GERMANTOWN	, TN 38139											
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security		2. Transaction 2A. Deemed 3. Transaction 4. Securities Acquired			uired	5. Amount of Securities Beneficially	6.	7. Nature				
(Instr. 3)		Date	Execution Date, if	if Code (A) or Disposed of (D)			isposed o	f(D)	Owned Following Reported	Ownership	of Indirect	
		(Month/Day/Year)	(Instr. 8) (Instr. 3, 4 and 5)				Transaction(s)	Form:	Beneficial			
			(Month/Day/Year)						(Instr. 3 and 4)	Direct (D)	Ownership	
										or Indirect	(Instr. 4)	
							(A) or			(I)		
				Code	V	Amount	(D)	Price		(Instr. 4)		

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

Persons who respond to the collection of information contained SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	Code	tion )	5. Numbo of Deriva Securities Acquired or Dispos of (D) (Instr. 3, and 5)	ntive s l (A) sed	6. Date Exercisable and Expiration Date (Month/Day/Year)		Vate of Underlying VYear) Securities		Derivative Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Employee Stock Option (Right to Buy)	\$ 31.22	02/23/2005		А		25,000		<u>(1)</u>	02/23/2015	Common Stock	25,000	\$ 0	25,000	D	

### **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
MCKEE KENT A 2530 GUILFORD COVE GERMANTOWN, TN 38139			Vice President & CFO					

## Signatures

/s/ Kent A. McKee	02/24/2005
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) Options become exercisable in 20 percent increments annually beginning 02/23/2006.

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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