| 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 MCKEE KENT A | 2. Issuer Name and MUELLER IND | | | - · | | 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) 12/28/2005 | | | | | X_Officer (give title below) Other (specify below) Executive VP & CFO | | | |
| CEDMANITONN | 2 | 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 (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any | 3. Transact Code (Instr. 8) | tion | (A) or Disposed of (D) | | f(D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | - | 7. Nature of Indirect Beneficial |
| | | | (Month/Day/Year) | Code | v | Amount | (A) or (D) | Price | (Instr. 3 and 4) | Direct (D) or Indirect (I) (Instr. 4) | Ownership (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

| | (<i>e.g.</i> , puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | |
|--|---|--|---|------|-----------|--|----------------------------|--|--------------------|--|--|--|------------|---|------------|
| - | Conversion | 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 Date7. 1 of I Sec(Month/Day/Year)Sec | | Date Exercisable and xpiration Date7. Title and Amount of Underlying | | 8. Price of 9. Number of Derivative Securities (Instr. 5) Beneficially Owned Following Reported Transaction(s) | | Ownership Form of Derivative Security: Direct (D) or Indirect (I) | Beneficial |
| | | | | Code | v | (A) | (D) | Exercisable | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | (Instr. 4) | |
| Employee Stock Option (Right to Buy) | \$ 28.04 | 12/28/2005 | | А | | 45,000 | | <u>(1)</u> | 12/28/2015 | Common Stock | 45,000 | \$ 0 | 45,000 | D | |

Reporting Owners

| | Relationships | | | | | | | |
|--|---------------|--------------|--------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| MCKEE KENT A 2530 GUILFORD COVE GERMANTOWN, TN 38139 | | | Executive VP & CFO | | | | | |

Signatures

| /s/ Kent A. McKee | 12/28/2005 |
|-------------------------------|------------|
| 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 12/28/2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.