

O HAGAN WILLIAM D
 Form 4
 December 06, 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 *
 O HAGAN WILLIAM D

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)
 231 COMMODORE DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/04/2006

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

JUPITER, FL 33477

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock ⁽³⁾ | 12/04/2006 | | S ⁽¹⁾ | 1,400 D | \$ 33.9 | 257,766 | D |
| Common Stock | 12/04/2006 | | S ⁽¹⁾ | 100 D | \$ 33.92 | 257,666 | D |
| Common Stock | 12/04/2006 | | S ⁽¹⁾ | 300 D | \$ 33.95 | 257,366 | D |
| Common Stock | 12/04/2006 | | S ⁽¹⁾ | 300 D | \$ 33.96 | 257,066 | D |
| Common Stock | 12/04/2006 | | S ⁽¹⁾ | 100 D | \$ 33.99 | 256,966 | D |

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| | | | | | | | | |
|--------------|------------|------------------|-----|---|----------|---------|---|-------------------------|
| Common Stock | 12/04/2006 | S ⁽¹⁾ | 400 | D | \$ 34.02 | 256,566 | D | |
| Common Stock | 12/04/2006 | S ⁽¹⁾ | 800 | D | \$ 34.05 | 255,766 | D | |
| Common Stock | 12/04/2006 | S ⁽¹⁾ | 700 | D | \$ 34.08 | 255,066 | D | |
| Common Stock | 12/04/2006 | S ⁽¹⁾ | 100 | D | \$ 34.09 | 254,966 | D | |
| Common Stock | 12/04/2006 | S ⁽¹⁾ | 100 | D | \$ 34.1 | 254,866 | D | |
| Common Stock | | | | | | 28,838 | I | See footnote <u>(2)</u> |

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 in this form are not required to respond unless the form displays a currently valid OMB control number.

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(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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| O HAGAN WILLIAM D 231 COMMODORE DRIVE JUPITER, FL 33477 | X | | President and CEO | |

Signatures

/s/ William D.
O'Hagan

12/06/2006

 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) These transactions were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 11, 2005, as amended January 23, 2006 and May 31, 2006.
- (2) Represents amounts held in a family partnership of which Mr. O'Hagan is a general partner and in which Mr. O'Hagan or his spouse hold a 99% interest.
- (3) 2 of 2 -- Additional transactions are reported on another Form 4 filed on the date hereof.

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.