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SMITH WAYNE	ΕT										
Form 4											
January 09, 2006									PPROVAL		
FORM 4	UNITED	STATES	SECU	RITIES A	AND EX	CHANGE	COMMISSION				
				shington				Number:	3235-0287		
Check this box									January 31, 2005		
subject to STATEMENT OF CHANGES IN BENEFICIAL OWNER Section 16. SECURITIES Form 4 or								Estimated burden hou response	average Jrs per		
Form 5 obligations may continue. See Instruction 1(b). 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 Respo	nses)										
1. Name and Address of Reporting Person <u>*</u> SMITH WAYNE T				er Name an		r Trading	5. Relationship of Reporting Person(s) to Issuer				
			PRAXAIR INC [PX]				(Check all applicable)				
(Last)	(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)					_X_ Director10% Owner					
				2006			below)	ve title Oth below)	er (specify		
Filed(Mont				d(Month/Day/Year) Applicable Line) _X_ Form filed by			oint/Group Filing(Check One Reporting Person More than One Reporting				
BRENTWOOD,	, TN 37027-4	1600					Person		eportung		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	ansaction Date hth/Day/Year)	Execution any	Date, if	Code (Instr. 8)		(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report or	n a separate line	for each cl	ass of sec	urities bene	ficially ow	ned directly o	or indirectly.				
					inforr requi	nation cont red to respo ays a currei	pond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tabl		Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	D

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)			(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock (1)	\$ 0 <u>(2)</u>	01/06/2006		А	298.713		(3)	(3)	Common Stock	298.713

Reporting Owners

Reporting Owner Name / Address		Relationships						
FB	Director	10% Owner	Officer	Other				
SMITH WAYNE T COMMUNITY HEALTH SYSTEMS, IN 155 FRANKLIN ROAD, SUITE 400 BRENTWOOD, TN 37027-4600	C. X							
Signatures								
Robert A. Bassett, Attorney-in-Fact)1/09/2006							
**Signature of Reporting Person	Date							
Explanation of Respons	ses:							

- * 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) Deferred stock units acquired by reporting person under the Praxair, Inc. Director's Fees Deferral Plan and are to be settled in Praxair Common Stock upon the reporting person's retirement or termination of service.
- (2) Conversion to Praxair Common Stock is on a 1-for-1 basis.
- (3) See Note (1) above.

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.

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