

Murphy Mark J.  
Form 3  
August 05, 2010

**FORM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Murphy Mark J.		(Month/Day/Year)	PRAXAIR INC [PX]	
(Last)	(First)	(Middle)	08/01/2010	
C/O PRAXAIR, INC., 39 OLD RIDGEBURY ROAD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
DANBURY, CT 06810-5113			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Vice President & Controller	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	500 <sup>(1)</sup>	D	^
Common Stock	805.245	I	401(k)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	02/21/2002 <sup>(2)</sup>	02/21/2011	Common Stock	1,334	\$ 22.01	D	Â
Stock Option (right to buy)	02/26/2003 <sup>(2)</sup>	02/26/2012	Common Stock	2,500	\$ 28.8	D	Â
Stock Option (right to buy)	02/28/2004 <sup>(2)</sup>	02/28/2013	Common Stock	4,600	\$ 26.425	D	Â
Stock Option (right to buy)	02/24/2005 <sup>(2)</sup>	02/24/2014	Common Stock	7,500	\$ 36.58	D	Â
Stock Option (right to buy)	02/22/2006 <sup>(2)</sup>	02/22/2015	Common Stock	8,000	\$ 44.25	D	Â
Stock Option (right to buy)	02/28/2007 <sup>(2)</sup>	02/29/2016	Common Stock	15,000	\$ 53.98	D	Â
Stock Option (right to buy)	02/27/2008 <sup>(2)</sup>	02/27/2017	Common Stock	15,000	\$ 61.47	D	Â
Stock Option (right to buy)	02/26/2009 <sup>(3)</sup>	02/26/2018	Common Stock	5,200	\$ 83.89	D	Â
Stock Option (right to buy)	02/26/2009 <sup>(3)</sup>	02/26/2018	Common Stock	7,800	\$ 83.89	D	Â
Stock Option (right to buy)	02/24/2010 <sup>(4)</sup>	02/24/2019	Common Stock	15,150	\$ 60.92	D	Â
Stock Option (right to buy)	02/23/2011 <sup>(5)</sup>	02/23/2020	Common Stock	9,550	\$ 76.16	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Murphy Mark J. C/O PRAXAIR, INC. 39 OLD RIDGEBURY ROAD DANBURY, CT 06810-5113	Â	Â	Â Vice President & Controller	Â

## Signatures

Anthony M. Pepper,  
Attorney-in-Fact

08/05/2010

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Restricted stock unit award, payable in shares of Praxair Common Stock, vesting in three equal consecutive, annual installments beginning on February 23, 2011.
- (2) This option became exercisable in three (3) equal annual installments beginning on the first anniversary of the date of grant.
- (3) This option vests over three years in three consecutive equal annual installments beginning on February 26, 2009.
- (4) This option vests over three years in three consecutive equal annual installments beginning on February 24, 2010.
- (5) This option vests over three years in three consecutive equal annual installments beginning on February 23, 2011.

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.