

LENNOX INTERNATIONAL INC
 Form 3
 August 24, 2006

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 | |
| Â Moon David W | | (Month/Day/Year) | LENNOX INTERNATIONAL INC [LII] | |
| (Last) | (First) | (Middle) | 08/14/2006 | |
| 2140 LAKE PARK BLVD | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| RICHARDSON,Â TXÂ 75080 | | | <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 |
| | | | President & COO of Worldwide R | |

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, par value \$0.01 per share | 55,788 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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 Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------------------|-------------------------------------------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-------------------------------------------|---------------------------|------------|------------------------------------------|--------|------------|-------------------|---|
| Non-Qualified Stock Option (right to buy) | 12/10/1999 ⁽¹⁾ | 12/10/2008 | Common Stock, par value \$0.01 per share | 3,300 | \$ 19.0273 | D | Â |
| Non-Qualified Stock Option (right to buy) | 12/13/2001 ⁽¹⁾ | 12/13/2007 | Common Stock, par value \$0.01 per share | 14,134 | \$ 8.1875 | D | Â |
| Non-Qualified Stock Option (right to buy) | 12/17/2002 ⁽¹⁾ | 12/13/2008 | Common Stock, par value \$0.01 per share | 6,900 | \$ 16.21 | D | Â |
| Non-Qualified Stock Option (right to buy) | 12/13/2003 ⁽¹⁾ | 12/13/2009 | Common Stock, par value \$0.01 per share | 19,690 | \$ 13.375 | D | Â |
| Stock Appreciation Right | 12/11/2004 ⁽¹⁾ | 12/11/2010 | Common Stock, par value \$0.01 per share | 11,274 | \$ 16.76 | D | Â |
| Stock Appreciation Right | 12/09/2006 ⁽¹⁾ | 12/09/2012 | Common Stock, par value \$0.01 per share | 2,717 | \$ 29.355 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Moon David W 2140 LAKE PARK BLVD RICHARDSON, TX 75080 | Â | Â | Â President & COO of Worldwide R | Â |

Signatures

William F. Stoll, Jr. for David W. Moon
08/21/2006

__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) This option becomes exercisable in three equal annual installments, commencing on year after the date of grant.

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Remarks:

Attorney-in-factÂ pursuantÂ toÂ PowerÂ ofÂ AttorneyÂ datedÂ 8/16/2006.

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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