

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549
 FORM 3 INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person
 Inman, David L.
 2140 Lake Park Blvd.
 Richardson, Texas 75080-2254
2. Date of Event Requiring Statement (Month/Day/Year)
 3/31/02
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
4. Issuer Name and Ticker or Trading Symbol
 Lennox International Inc. (LII)
5. Relationship of Reporting Person to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Controller and
 Chief Accounting Officer
6. If Amendment, Date of Original (Month/Day/Year)
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I Non-Derivative Securities Beneficially Owned

1) Title of Security	2) Trans- action Date (Month/ Day/Year)	3) Trans- action Code Code V	4) Securities Acquired(A) or Disposed of (D) A or D Price	5) Amount of Securities Beneficially Owned at End of Month	6. Ownership Form: Direct (D) or Indirect (I)	7) Nature of Indirect Beneficial Ownership
Common Stock, par value \$0.01 per share	3/5/02	J(1) V	352 D \$9.75	25,711	D	

1

Table II Derivative Securities Beneficially Owned

1) Title of Derivative Security	2) Conversion or Exercise Price of Derivative Security	3) Trans- action Date	4) Trans- action Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D)	6) Date Exercisable and Expiration Date
			Code V A	D	Date Exercisable Expiration Date

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

1) Title of Derivative Security	3) Trans- action Date	7) Title and Amount of Underlying Securities ----- Title	8) Price of Deri- vative Security ----- Amount or Number of Shares	9) Number of Derivative Securities Beneficially Owned at End of Month	10) Ownership Form of Derivative Security: or Direct (D) or Indirect (I)	11) Nature of Indirect Beneficial Ownership
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Explanation of Responses:

- (1) Restricted shares vested on 12/31/01, but were released on 3/5/02 with the closing price as of 12/31/01. Shares were traded for taxes on the release date.
 - - Attorney-in-fact pursuant to the Power of Attorney dated October, 2001.

SIGNATURE OF REPORTING PERSON
 /S/ By: Carl E. Edwards, Jr.
 For: David L. Inman
 DATE 4/9/02