

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>MCDONOUGH ROBERT J</u> (Last) (First) (Middle) <u>2140 LAKE PARK BOULEVARD</u> (Street) <u>RICHARDSON TX 75080</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LENNOX INTERNATIONAL INC [LIH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/04/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/05/2006</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01 per share	05/04/2006		S		275 ⁽¹⁾	D	\$32.37	298,727	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		900	D	\$32.38	297,827	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		300	D	\$32.39	297,527	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,500	D	\$32.4	295,027	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,000	D	\$32.41	293,027	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,500	D	\$32.42	290,527	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		3,500	D	\$32.43	287,027	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		5,000	D	\$32.44	282,027	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		7,600	D	\$32.45	274,427	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		4,600	D	\$32.46	269,827	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		6,900	D	\$32.47	262,927	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		6,300	D	\$32.48	256,627	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,769	D	\$32.49	253,858	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		8,349	D	\$32.5	245,509	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		5,200	D	\$32.51	240,309	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,000	D	\$32.52	238,309	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,900	D	\$32.53	235,409	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,500	D	\$32.54	232,909	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		3,200	D	\$32.55	229,709	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,800	D	\$32.56	226,909	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,200	D	\$32.57	224,709	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		700	D	\$32.58	224,009	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		1,500	D	\$32.59	222,509	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		2,200	D	\$32.6	220,309	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		1,100	D	\$32.61	219,209	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		300	D	\$32.62	218,909	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		400	D	\$32.63	218,509	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		500	D	\$32.7	218,009	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		100	D	\$32.72	217,909	D	
Common Stock, par value \$0.01 per share	05/04/2006		S		1,200	D	\$32.76	216,709	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

1. 66,018 of the shares sold on 5/4/06 were listed as a lump sum sale at \$32.675 on a Form 4 filed 5/5/06 which are set forth as individual sales herein.

Remarks:

Attorney-in-fact pursuant to power of attorney dated April 24, 2004.

William F. Stoll, Jr. for Robert J. McDonough 05/08/2006

** Signature of Reporting Person Date

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

* 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).

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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