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PENTAIR II Form 4 March 16, 20											
FORN	Л	~~.~~~~				~~~			PPROVAL		
	UNITED	STATES		RITIES A shington			COMMISSION	N OMB Number:	3235-0287		
Check th if no long subject to Section 1 Form 4 o	ser STATEN	F CHAN	NGES IN SECUI	Expires: Estimated burden hou response	urs per						
Form 5 obligatio may cont <i>See</i> Instru 1(b).	Filed pur ns Section 17(a) of the l	Public U	Jtility Hol	ding Co		nge Act of 1934, of 1935 or Section 940	·	. 0.0		
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> MERRIMAN RONALD			2. Issuer Name and Ticker or Trading Symbol PENTAIR INC [PNR]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)		of Earliest T			(Che	eck all applicabl	e)		
5500 WAYZATA BLVD., SUITE 800			(Month/Day/Year) 03/14/2005				X_ Director10% Owner Officer (give titleOther (specify below)below)				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
VALLEY, I (City)	MN 55416-1261 (State)	(Zip)	T 1			a		6 D 6 '			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securi nAcquired Disposed (Instr. 3,	ties (A) or of (D)	Securities Beneficially	6. OwnershipForm: Direct(D) or Indirect	7. Nature of Indirect		
Reminder: Rep	oort on a separate line	e for each cl	ass of sec	urities bene	Perso infor requi	ons who res nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units - Deferred Compensation	\$ 1 <u>(1)</u>	03/14/2005		A <u>(2)</u>		24.539		(4)	(4)	Common Stock	24.539

Reporting Owners

Reporting Owner Name / Address					
FB	Director	10% Owner	Officer	Other	
MERRIMAN RONALD 5500 WAYZATA BLVD. SUITE 800 GOLDEN VALLEY, MN 55416-1261	Х				
Signatures					
Louis L. Ainsworth, Attorney-In-Fact	03/16	/2005			
**Signature of Reporting Person	Da	te			

Explanation of Responses:

- * 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) Phantom stock units convert into common stock on a one-for-one basis.
- (2) Represents phantom stock units credited under a deferred compensation plan for non-employee directors over which the reporting person has no current dispositive or voting power.
- (3) Shares acquired under this Plan are purchased over a three-day trading period. The price shown is the average purchase price over the trading period.
- (4) Settlement of phantom stock units will be in Pentair common stock in accordance with reporting person's irrevocable election.

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.