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PRAXAIR INC Form 8-K October 26, 2005

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) October 26, 2005

PRAXAIR, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or Other jurisdiction of incorporation)

1 - 1103706-124-9050

_____ _____

(Commission File Number) (IRS Employer Identification No.)

06810-5113 39 OLD RIDGEBURY ROAD, DANBURY, CT (Zip Code)

(Address of principal executive offices)

(203)837-2000 _____

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- $|_|$ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- $|_|$ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- $|_|$ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- $|_|$ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 2.02 Results of Operations and Financial Condition

On October 26, 2005, Praxair, Inc. issued a press release setting forth Praxair, Inc.'s third quarter 2005 earnings. A copy of Praxair, Inc.'s press release is attached hereto as Exhibit (99) and is hereby incorporated by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PRAXAIR, INC.
----Registrant

Date: October 26, 2005 By: /s/ Patrick M. Clark

Patrick M. Clark

Vice President and Controller

Exhibit Index

Exhibit 99.1 Press release dated October 26, 2005