

DENTSPLY INTERNATIONAL INC /DE/
 Form 4
 May 14, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN 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 *
 ALFANO MICHAEL C

2. Issuer Name and Ticker or Trading Symbol
 DENTSPLY INTERNATIONAL INC /DE/ [(XRAY)]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 05/13/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

29 WASHINGTON SQUARE
 WEST, APARTMENT 5-C

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 100119132

(City) (State) (Zip)

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	05/13/2008		M			6,000	A	\$ 21.79	11,824	D	
Common Stock	05/13/2008		M			6,000	A	\$ 21.79	17,824	D	
Common Stock	05/13/2008		M			6,000	A	\$ 21.79	23,824	D	
Common Stock	05/13/2008		S			15,500	D	\$ 40.86	8,324	D	

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

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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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director RSU May 2008	(1)	05/13/2008		A	760	05/13/2011(2)	(1)	Common Stock	760
Stock Option	\$ 21.79	05/13/2008		M	6,000	02/14/2005	02/14/2014	Common Stock	6,000
Stock Option	\$ 21.79	05/13/2008		M	6,000	02/14/2006	02/14/2014	Common Stock	6,000
Stock Option	\$ 21.79	05/13/2008		M	6,000	02/14/2007	02/14/2014	Common Stock	6,000
Stock Option	\$ 41.07	05/13/2008		A	138	05/13/2009	05/13/2018	Common Stock	138
Stock Option	\$ 41.07	05/13/2008		A	138	05/13/2010	05/13/2018	Common Stock	138
Stock Option	\$ 41.07	05/13/2008		A	138	05/13/2011	05/13/2018	Common Stock	138

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALFANO MICHAEL C 29 WASHINGTON SQUARE WEST APARTMENT 5-C NEW YORK, NY 100119132	X			

Signatures

By: Brian M. Addison, Esquire,
POA for

05/14/2008

__Signature of Reporting Person

Date

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) Not applicable to this transaction.

(2) Vests in full (restrictions lapse) 3 years from date of grant

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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