

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person* <u>CLARK CHRISTOPHER T</u>  (Last) (First) (Middle) <u>221 WEST PHILADELPHIA STREET</u> <u>WEST BUILDING/DENTSPLY</u>  (Street) <u>YORK PA 17405</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DENTSPLY INTERNATIONAL INC /DE/ [ XRAY ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President &amp; C.O.O.</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/11/2011</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		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			

**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						Title
RSU (Restricted Stock Unit) Granted	(1)	02/11/2011		A		13,958 <sup>(2)</sup>		02/11/2014 <sup>(3)</sup>	(4)	Common Stock	13,958	\$36.62	55,095.374	D	
PRSU	(5)	02/11/2011		A		9,305 <sup>(6)</sup>		02/11/2014 <sup>(7)</sup>	(8)	Common Stock	9,305	\$36.62	9,305	D	
Stock Option Grant	\$9	02/11/2011		A		94,700		02/11/2014	02/11/2021	Common Stock	94,700	\$9	94,700	D	

**Explanation of Responses:**

- Not applicable to this transaction.
- Provided that over the three (3) year vesting period the Company's aggregate net income, excluding costs in the Restructuring, Impairment and Other Costs Line of the income statement, is positive
- Vests in full (restrictions lapse) 3 years from date of grant.
- Not applicable to this transaction.
- Not applicable to this transaction.
- PRSUs have a one-year performance measurement period and a cumulative three (3) year service/vesting period.
- Vests in full (restrictions lapse) 3 years from date of grant.
- Not applicable to this transaction.

Brian M Addison, POA for 02/11/2011

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.