FORM	4
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)								[
1. Name and Address of Reportin MATLIN DAVID J	2. Issuer Nat Huntsman			or Trading Sym V]	bol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_Director X_10% Owner					
(Last) (First) 520 MADISON AVENUE	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 08/06/2007					Officer (give title below)	Other (spe	cify below)	
(Street) NEW YORK, NY 10022					Day/Yea	ır)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)		Table I ·	Noi	n-Derivative Se	curiti	ies Acqu	ired, Disposed of, or Beneficia	ally Owned		
1.Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Yea)		A. Deemed Execution Date, if ny Month/Day/Year)	Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Beneficially Owned Following Reported Transaction(s)	Direct (D)	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	× ,	or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock	08/06/2007		S <mark>(1)</mark>		56,979,062 (<u>1)</u>	D	\$ 24.25	0		By Matlin Partnership	
Common Stock								47,835,325	I	By HMP Equity Trust ⁽²⁾ (3)	

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	2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transacti	on	Numl	ber	and Expiration	on Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Deriv	ative			Secur	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Secur	ities			(Instr	. 3 and		Owned	Security:	(Instr. 4)
	Security					Acqu	ired			4)			Following	Direct (D)	
						(A) 0	r						Reported	or Indirect	
						Dispo	osed						Transaction(s)	(I)	
						of (D)						(Instr. 4)	(Instr. 4)	
						(Instr	. 3,								
						4, and	15)								
											Amount				
								Date	Evaination		or				
								Exercisable	Expiration Date	Title	Number				
								Excicisable	Date		of				
				Code	V	(A)	(D)				Shares				

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
MATLIN DAVID J 520 MADISON AVENUE NEW YORK, NY 10022	Х	Х					

Signatures

David J. Matlin	08/08/2007

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).

Reflects a sale of shares held by MatlinPatterson Global Opportunities Partners L.P., MatlinPatterson Global Opportunities Partners B, L.P. and MatlinPatterson Global Opportunities Partners (Bermuda) L.P. (collectively, the "Matlin Partnerships"), three of the beneficiaries of HMP Equity Trust, in a registered underwritten secondary (1) offering. The underwriting agreement was entered into on August 2, 2007, and the sale was consummated on August 6, 2007. The Matlin Partnerships received the shares in a

distribution from HMP Equity Trust. Prior to such distribution, the Matlin Partnerships had an indirect beneficial ownership interest in the shares as beneficiaries of such trust.

MatlinPatterson Global Partners LLC ("Matlin Global Partners") is the general partner of each of the Matlin Partnerships. MatlinPatterson Global Advisers LLC ("Matlin Advisers") is the investment adviser to each of the Matlin Partnerships. MatlinPatterson Asset Management LLC ("Matlin Asset Management") is the managing member of Matlin Clobal Partners and Matlin Advisers ("Matlin Advisers") is the managing member of Matlin Adviser

(2) Matlin Global Partners and Matlin Advisers. MatlinPatterson LLC ("MatlinPatterson") is the managing member of Matlin Asset Management. Each of the Matlin Partnerships and Matlin Global Partners, Matlin Advisers, Matlin Asset Management, MatlinPatterson and Mark R. Patterson are reporting these transactions pursuant to separate Form 4s. The reporting person, a director of the issuer, and Mark R. Patterson each own 50% of the membership interests of MatlinPatterson. The reporting person may be deemed to have a pecuniary interest in shares held by the Matlin Partnerships.

HMP Equity Trust is controlled by its trustees, including the reporting person. The Matlin Partnerships have dispositive power over certain shares held by HMP Equity Trust. The reporting person disclaims beneficial ownership of the shares held by HMP Equity Trust except to the extent of his pecuniary interest therein, and the reporting of the

(3) The reporting person discrains beneficial ownership of the shares held by HMP Equity Trust except to the extent of his perunary interest different, and the reporting of the shares held by HMP Equity Trust in Table I above by the reporting person shall not be deemed to be an admission of beneficial ownership of any such shares for purposes of Section 16 or for any other purpose.

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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