

INTERFACE INC
Form 4
March 11, 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 *
WELLS JOHN R

(Last) (First) (Middle)

2859 PACES FERRY ROAD, OVERLOOK III, SUITE 2000

(Street)

ATLANTA, GA 30339

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTERFACE INC [IFSLA]

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 |
| Class A Common Stock | 03/07/2008 | | M ⁽¹⁾ | | 16,090 | A | \$ 9 |
| Class A Common Stock | 03/07/2008 | | M ⁽¹⁾ | | 7,000 | A | \$ 4.25 |
| Class A Common Stock | 03/07/2008 | | M ⁽¹⁾ | | 33,592 | A | \$ 8.453 |
| Class A Common Stock | 03/07/2008 | | M ⁽¹⁾ | | 8,000 | A | \$ 5.6 |

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| | | | | | | | |
|----------------------------|------------|---|--------|---|-------------|---------|---|
| Common Stock | | | | | | | |
| Class A Common Stock | 03/07/2008 | S | 38,715 | D | \$ 15.7 | 177,543 | D |
| Class A Common Stock | 03/07/2008 | S | 5,500 | D | \$ 15.71 | 172,043 | D |
| Class A Common Stock | 03/07/2008 | S | 4,100 | D | \$ 15.72 | 167,943 | D |
| Class A Common Stock | 03/07/2008 | S | 3,060 | D | \$ 15.73 | 164,883 | D |
| Class A Common Stock | 03/07/2008 | S | 800 | D | \$ 15.74 | 164,083 | D |
| Class A Common Stock | 03/07/2008 | S | 3,700 | D | \$ 15.75 | 160,383 | D |
| Class A Common Stock | 03/07/2008 | S | 2,751 | D | \$ 15.76 | 157,632 | D |
| Class A Common Stock | 03/07/2008 | S | 549 | D | \$ 15.77 | 157,083 | D |
| Class A Common Stock | 03/07/2008 | S | 200 | D | \$ 15.78 | 156,883 | D |
| Class A Common Stock | 03/07/2008 | S | 900 | D | \$ 15.79 | 155,983 | D |
| Class A Common Stock | 03/07/2008 | S | 2,300 | D | \$ 15.8 | 153,683 | D |
| Class A Common Stock | 03/07/2008 | S | 500 | D | \$ 15.81 | 153,183 | D |
| Class A Common Stock | 03/07/2008 | S | 201 | D | \$ 15.85 | 152,982 | D |
| Class A Common Stock | 03/07/2008 | S | 1,100 | D | \$ 15.86 | 151,882 | D |

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Class A
Common Stock 03/07/2008 S 306 D \$
15.89 151,576 D

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

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(9-02)

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 Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 9 | 03/07/2008 | | M ⁽¹⁾ | 16,090 | 01/14/2000 ⁽²⁾ 01/14/2009 | Class A or Class B Common Stock | 16,090 |
| Employee Stock Option (Right to Buy) | \$ 4.25 | 03/07/2008 | | M ⁽¹⁾ | 7,000 | 12/08/2000 ⁽³⁾ 12/08/2009 | Class A or Class B Common Stock | 7,000 |
| Employee Stock Option (Right to Buy) | \$ 8.453 | 03/07/2008 | | M ⁽¹⁾ | 33,592 | 01/16/2002 ⁽⁴⁾ 01/16/2011 | Class A or Class B Common Stock | 20,100 |
| Employee Stock Option (Right to Buy) | \$ 5.6 | 03/07/2008 | | M ⁽¹⁾ | 8,000 | 01/02/2003 ⁽⁵⁾ 01/02/2012 | Class A or Class B Common Stock | 8,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

WELLS JOHN R
2859 PACES FERRY ROAD
OVERLOOK III, SUITE 2000
ATLANTA, GA 30339

Sr. Vice President

Signatures

/s/ David B. Foshee, Attorney
in Fact

03/11/2008

__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) Exercise of a derivative security exempted pursuant to Rule 16b-6(b).
- (2) The option vested and became exercisable at the rate of 20% per year. The first increment became exercisable on January 14 2000.
- (3) The option vested and became exercisable at the rate of 20% per year. The first increment became exercisable on December 8, 2000.
- (4) The option vested and became exercisable at the rate of 20% per year. The first increment became exercisable on January 16, 2002.
- (5) The option vested and became exercisable at the rate of 20% per year. The first increment became exercisable on January 2, 2003.

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