

HENDRIX DANIEL T
Form 4
October 31, 2007

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 *
HENDRIX DANIEL T

(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)
10/29/2007

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)
President & CEO

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 B Common Stock	10/29/2007		F		67,356	D	\$ 19.2
					382,510 ⁽⁴⁾	D	
Class B Common Stock	10/29/2007		M		51,408 ⁽¹⁾	A	\$ 8.453
					433,918 ⁽⁴⁾	D	
Class B Common Stock	10/29/2007		M		15,948 ⁽¹⁾	A	\$ 7.125
					449,866 ⁽⁴⁾	D	
Class A	10/29/2007		M		24,431	A	\$ 168,314
						D	

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Common Stock			<u>(1)</u>		8.453		
Class A Common Stock	10/29/2007	M	<u>9,047</u> <u>(1)</u>	A	\$ 7.125	177,361	D
Class A Common Stock	10/29/2007	S	100	D	\$ 18.61	177,261	D
Class A Common Stock	10/29/2007	S	300	D	\$ 18.64	176,961	D
Class A Common Stock	10/29/2007	S	1,600	D	\$ 18.65	175,361	D
Class A Common Stock	10/29/2007	S	100	D	\$ 18.66	175,261	D
Class A Common Stock	10/29/2007	S	1,100	D	\$ 18.67	174,161	D
Class A Common Stock	10/29/2007	S	100	D	\$ 18.68	174,061	D
Class A Common Stock	10/29/2007	S	2,200	D	\$ 18.69	171,861	D
Class A Common Stock	10/29/2007	S	3,500	D	\$ 18.7	168,361	D
Class A Common Stock	10/29/2007	S	1,900	D	\$ 18.71	166,461	D
Class A Common Stock	10/29/2007	S	2,700	D	\$ 18.72	163,761	D
Class A Common Stock	10/29/2007	S	1,300	D	\$ 18.73	162,461	D
Class A Common Stock	10/29/2007	S	1,300	D	\$ 18.74	161,161	D
Class A Common Stock	10/29/2007	S	7,695	D	\$ 18.75	153,466	D

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Class A Common Stock	10/29/2007		S	683	D	\$ 18.76	152,783	D	
Class A Common Stock	10/29/2007		S	1,000	D	\$ 18.78	151,783	D	
Class A Common Stock	10/29/2007		S	300	D	\$ 18.79	151,483	D	
Class A Common Stock	10/29/2007		S	650	D	\$ 18.8	150,833	D	
Class A Common Stock	10/29/2007		S	100	D	\$ 18.81	150,733	D	
Class A Common Stock	10/29/2007		S	500	D	\$ 18.83	150,233	D	
Class A Common Stock	10/29/2007		S	950	A	\$ 18.87	149,283	D	
Class A Common Stock	10/29/2007		S	300	D	\$ 18.9	148,983	D	
Class B Common Stock							4,263	I	By 401k) plan

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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

Employee Stock Option (Right to Buy)	\$ 8.453	10/29/2007	M ⁽¹⁾	75,839	01/16/2002 ⁽²⁾	01/16/2011	Class A or Class B Common Stock	75,8
Employee Stock Option (Right to Buy)	\$ 7.125	10/29/2007	M ⁽¹⁾	24,995	10/25/2001 ⁽³⁾	10/25/2010	Class A or Class B Common Stock	24,9

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HENDRIX DANIEL T 2859 PACES FERRY ROAD OVERLOOK III, SUITE 2000 ATLANTA, GA 30339	X		President & CEO	

Signatures

/s/ Daniel T.
Hendrix 10/31/2007

**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 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 16, 2002.
- (3) The option vested and became exercisable at the rate of 20% per year. The first increment became exercisable on October 25, 2001.
- (4) A substantial number of such shares are restricted shares subject to a risk of forfeiture under certain circumstances.

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