HENDRIX DANIEL T

Form 4

January 21, 2010

FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction

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

response...

1(b).

(City)

(Zip)

(State)

(Print or Type Responses)

1. Name and Address of Reporting Person * HENDRIX DANIEL T			2. Issuer Name and Ticker or Trading Symbol INTERFACE INC [IFSIA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	X Director 10% Owner		
2859 PACES FERRY			01/19/2010	_X_ Officer (give title Other (specify		
ROAD, OVERLOOK III, SUITE 2000		I, SUITE		below) below) President & CEO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
ATLANTA, GA 30339				Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
--

	Table 1- Non-Delivative Securities Acquired, Disposed of, of Deficiently Owned										
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Class B Common Stock	01/19/2010		C	21,918 (1)	D	\$ 0	518,909 (2)	D			
Class A Common Stock	01/19/2010		C	21,918 (1)	A	\$ 0	94,178	D			
Class A Common Stock	01/19/2010		S	3,689 (3)	D	\$ 8.57	90,489	D			
Class A	01/19/2010		S	148 (3)	D	\$ 8.61	90,341	D			

Edgar Filing: HENDRIX DANIEL T - Form 4

Common Stcok							
Class A Common Stock	01/19/2010	S	965 (3)	D	\$ 8.63	89,376	D
Class A Common Stock	01/19/2010	S	1,850 (3)	D	\$ 8.64	87,526	D
Class A Common Stock	01/19/2010	S	1,692 (3)	D	\$ 8.642	85,834	D
Class A Common Stock	01/19/2010	S	1,609 (3)	D	\$ 8.65	84,225	D
Class A Common Stock	01/19/2010	S	406 (3)	D	\$ 8.658	83,819	D
Class A Common Stock	01/19/2010	S	1,847 (3)	D	\$ 8.66	81,972	D
Class A Common Stock	01/19/2010	S	965 (3)	D	\$ 8.69	81,007	D
Class A Common Stock	01/19/2010	S	483 (3)	D	\$ 8.695	80,524	D
Class A Common Stock	01/19/2010	S	80 (3)	D	\$ 8.696	80,444	D
Class A Common Stock	01/19/2010	S	80 (3)	D	\$ 8.697	80,364	D
Class A Common Stock	01/19/2010	S	402 (3)	D	\$ 8.698	79,962	D
Class A Common Stock	01/19/2010	S	1,354 (3)	D	\$ 8.7	78,608	D
Class A Common Stock	01/19/2010	S	402 (3)	D	\$ 8.705	78,206	D
Class A Common Stock	01/19/2010	S	2,068 (3)	D	\$ 8.71	76,138	D

Edgar Filing: HENDRIX DANIEL T - Form 4

Class A Common Stock	01/19/2010	S	563 (3)	D	\$ 8.72 75,575	D
Class A Common Stock	01/19/2010	S	80 (3)	D	\$ 8.73 75,495	D
Class A Common Stock	01/19/2010	S	80 (3)	D	\$ 8.735 75,415	D
Class A Common Stock	01/19/2010	S	1,625 (3)	D	\$ 8.737 73,790	D
Class A Common Stock	01/19/2010	S	161 (3)	D	\$ 8.74 73,629	D
Class A Common Stock	01/19/2010	S	80 (3)	D	\$ 8.745 73,549	D
Class A Common Stock	01/19/2010	S	80 (3)	D	\$ 8.75 73,469	D
Class A Common Stock	01/19/2010	S	80 (3)	D	\$ 8.755 73,389	D
Class A Common Stock	01/19/2010	S	80 (3)	D	\$ 8.76 73,309	D
Class A Common Stock	01/19/2010	S	643 (3)	D	\$ 8.765 72,666	D
Class A Common Stock	01/19/2010	S	241 (3)	D	\$ 8.766 ^{72,425}	D
Class A Common Stock	01/19/2010	S	165 (3)	D	\$ 8.77 72,264	D

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: HENDRIX DANIEL T - Form 4

1. Titl Deriv Secur (Instr.	ative ity	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	5. tiorNumber of) Derivativ Securities Acquired (A) or Disposed of (D)	s I	ate	Amou Under Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
					Code \	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

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

Signatures

/s/ David B. Foshee, Attorney in Fact 01/21/2010

**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) Conversion of a security exempted pursuant to Rule 16b-6(b). The reporting person exchanged Class B shares for Class A shares on a one-for-one basis.
- (2) A substantial number of such shares are restricted shares subject to a risk of forfeiture under certain circumstances.
- (3) The sale was effected pursuant to a rule 10b5-1(c) trading plan adopted by the reporting person on November 19, 2009.

Remarks:

See additional Form 4 filed today for additional holding.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 4