

INTERFACE INC
Form 4/A
February 13, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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, 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 [IFSIA]

3. Date of Earliest Transaction (Month/Day/Year)
02/26/2007

4. If Amendment, Date Original Filed(Month/Day/Year)
02/27/2007

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 <u>(6)</u>	02/26/2007		M		17,535 <u>(1)</u>	A		\$ 9	517,568 <u>(7)</u>	D	
Class B Common Stock <u>(6)</u>	02/26/2007		M		15,005 <u>(1)</u>	A		\$ 7.125	532,573 <u>(7)</u>	D	
Class B Common Stock <u>(6)</u>	02/26/2007		M		11,830 <u>(1)</u>	A		\$ 8.453	544,403 <u>(7)</u>	D	
Class B Common Stock <u>(6)</u>	02/26/2007		M		2,000	A		\$ 5.6	546,403 <u>(7)</u>	D	

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Common Stock ⁽⁶⁾				<u>(1)</u>				
Class B Common Stock ⁽⁶⁾	02/26/2007	F	22,455	D	\$ 16.74	523,948 ⁽⁷⁾	D	
Class B Common Stock						4,243	I	By 401(k) Plan

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

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SEC 1474
(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	02/26/2007		M ⁽¹⁾	17,535	01/14/2000 ⁽²⁾ 01/14/2009	Class A or Class B Common Stock 17,535
Employee Stock Option (Right to Buy)	\$ 7.125	02/26/2007		M ⁽¹⁾	15,005	10/25/2001 ⁽³⁾ 10/25/2010	Class A or Class B Common Stock 15,005
Employee Stock Option (Right to Buy)	\$ 8.453	02/26/2007		M ⁽¹⁾	11,830	01/16/2002 ⁽⁴⁾ 01/16/2011	Class A or Class B Common Stock 11,830
Employee Stock Option (Right to Buy)	\$ 5.6	02/26/2007		M ⁽¹⁾	2,000	01/02/2003 ⁽⁵⁾ 01/02/2012	Class A or Class B Common Stock 2,000

Buy)

Stock

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/ David B Foshee, Attorney
in Fact

02/13/2008

**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 October 25, 2001.
- (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.
- (6) This amendment is filed to reflect that this transaction occurred in Class B Common Stock, rather than Class A Common Stock as originally reported.
- (7) A substantial number of such shares are restricted shares subject to a risk of forfeiture under certain circumstances.

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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