

CARTERS INC  
Form 4  
October 16, 2006

**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

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 \*  
WHETZEL CHARLES E JR

(Last) (First) (Middle)

C/O CARTER'S, INC., THE  
PROSCENIUM,, 1170  
PEACHTREE STREET NE, SUITE  
900

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CARTERS INC [CRI]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/12/2006

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)  
Executive VP - Global Sourcing

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 or Price		
Common Stock	10/12/2006		S <sup>(1)</sup>		2,500 D \$ 29.5101	466,020	D
Common Stock	10/12/2006		S <sup>(1)</sup>		1,000 D \$ 29.51	465,020	D
Common Stock	10/12/2006		S <sup>(1)</sup>		1,000 D \$ 29.49	464,020	D
Common Stock	10/12/2006		S <sup>(1)</sup>		500 D \$ 29.4801	463,520	D
	10/12/2006		S <sup>(1)</sup>		200 D \$ 29.37	463,320	D

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Common Stock							
Common Stock	10/12/2006	<u>S(1)</u>	1,100	D	\$ 29.36	462,220	D
Common Stock	10/12/2006	<u>S(1)</u>	300	D	\$ 29.34	461,920	D
Common Stock	10/12/2006	<u>S(1)</u>	1,300	D	\$ 29.33	460,620	D
Common Stock	10/12/2006	<u>S(1)</u>	1,000	D	\$ 29.32	459,620	D
Common Stock	10/12/2006	<u>S(1)</u>	300	D	\$ 29.29	459,320	D
Common Stock	10/12/2006	<u>S(1)</u>	700	D	\$ 29.28	458,620	D
Common Stock	10/12/2006	<u>S(1)</u>	300	D	\$ 29.27	458,320	D
Common Stock	10/12/2006	<u>S(1)</u>	328	D	\$ 29.25	457,992	D
Common Stock	10/12/2006	<u>S(1)</u>	372	D	\$ 29.24	457,620	D
Common Stock	10/12/2006	<u>S(1)</u>	200	D	\$ 29.21	457,420	D
Common Stock	10/12/2006	<u>S(1)</u>	100	D	\$ 29.09	457,320	D
Common Stock	10/12/2006	<u>S(1)</u>	100	D	\$ 29.08	457,220	D
Common Stock	10/12/2006	<u>S(1)</u>	200	D	\$ 29.07	457,020	D
Common Stock	10/12/2006	<u>S(1)</u>	1,200	D	\$ 29.04	455,820	D
Common Stock	10/12/2006	<u>S(1)</u>	300	D	\$ 29.03	455,520	D
Common Stock	10/12/2006	<u>S(1)</u>	10,000	D	\$ 29	445,520	D

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)**



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