

WELLS JOHN R
Form 4
May 06, 2010

FORM 4

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

OMB APPROVAL

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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 *
WELLS JOHN R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2859 PACES FERRY
ROAD, OVERLOOK III, SUITE
2000

3. Date of Earliest Transaction
(Month/Day/Year)
05/04/2010

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

(Street)
ATLANTA, GA 30339

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	05/04/2010		M ⁽¹⁾	39,299	A	\$ 4.31	212,327 D
Class A Common Stock	05/04/2010		S	14,874	D	\$ 13	197,453 D
Class A Common Stock	05/04/2010		S	5,167	D	\$ 13.0002	192,286 D
Class A Common Stock	05/04/2010		S	600	D	\$	191,686 D

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Common Stock					13.0017		
Class A Common Stock	05/04/2010	S	200	D	\$ 13.0025	191,486	D
Class A Common Stock	05/04/2010	S	1,600	D	\$ 13.0031	189,886	D
Class A Common Stock	05/04/2010	S	200	D	\$ 13.005	189,686	D
Class A Common Stock	05/04/2010	S	2,227	D	\$ 13.0059	187,459	D
Class A Common Stock	05/04/2010	S	2,700	D	\$ 13.0067	184,759	D
Class A Common Stock	05/04/2010	S	100	D	\$ 13.0075	184,659	D
Class A Common Stock	05/04/2010	S	3,400	D	\$ 13.0079	181,259	D
Class A Common Stock	05/04/2010	S	1,700	D	\$ 13.01	179,559	D
Class A Common Stock	05/04/2010	S	3,462	D	\$ 13.0103	176,097	D
Class A Common Stock	05/04/2010	S	100	D	\$ 13.0125	175,997	D
Class A Common Stock	05/04/2010	S	493	D	\$ 13.0132	175,504	D
Class A Common Stock	05/04/2010	S	3,200	D	\$ 13.0147	172,304	D
Class A Common Stock	05/04/2010	S	3,827	D	\$ 13.0149	168,477	D
Class A Common Stock	05/04/2010	S	1,200	D	\$ 13.015	167,277	D

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Class A Common Stock	05/04/2010	S	242	D	\$ 13.0159	167,035	D
Class A Common Stock	05/04/2010	S	3,000	D	\$ 13.0163	164,035	D
Class A Common Stock	05/04/2010	S	300	D	\$ 13.0167	163,735	D
Class A Common Stock	05/04/2010	S	200	D	\$ 13.0175	163,535	D
Class A Common Stock	05/04/2010	S	408	D	\$ 13.0192	163,127	D
Class A Common Stock	05/04/2010	S	800	D	\$ 13.02	162,327	D
Class A Common Stock	05/05/2010	M ⁽¹⁾	23,201	A	\$ 4.31	185,528	D

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 of Underlying Security (Instr. 3 and 4)
Employee Stock Option (Right to Buy)	\$ 4.31	05/04/2010		M ⁽¹⁾	39,299	01/12/2010 ⁽²⁾ 01/12/2019	Class A or Class B Common Stock

Employee								Class A	
Stock								or Class	
Option	\$ 4.31	05/05/2010		M ⁽¹⁾	23,201	01/12/2010 ⁽²⁾	01/12/2019	B	23,2
(Right to Buy)								Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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	05/06/2010
<small>**Signature of Reporting Person</small>	<small>Date</small>

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) 50% of the option became exercisable on January 12, 2010, and the remaining 50% of the option vests and becomes exercisable on January 12, 2011.

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.