

INTERFACE INC
Form 4
January 16, 2008

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WILLOCH RAYMOND S

(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)
01/14/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Class B Common Stock	01/14/2008		C	12,477 (1)	D \$ 0 169,339 (2)	D	
Class A Common Stock	01/14/2008		C	12,477 (1)	A \$ 0 42,477	D	
Class A Common Stock	01/14/2008		S	222 (3)	D \$ 15.55 42,255	D	
Class A	01/14/2008		S	348	D \$ 15.54 41,907	D	

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Common Stock							
Class A Common Stock	01/14/2008	S	538	D	\$ 15.53	41,369	D
Class A Common Stock	01/14/2008	S	475	D	\$ 15.52	40,894	D
Class A Common Stock	01/14/2008	S	1,266	D	\$ 15.51	39,628	D
Class A Common Stock	01/14/2008	S	790	D	\$ 15.5	38,838	D
Class A Common Stock	01/14/2008	S	63	D	\$ 15.495	38,775	D
Class A Common Stock	01/14/2008	S	685	D	\$ 15.49	38,090	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.48	38,058	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.4775	38,026	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.47	37,994	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.4675	37,962	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.46	37,930	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.44	37,898	D
Class A Common Stock	01/14/2008	S	380	D	\$ 15.42	37,518	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.4	37,486	D

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

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(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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WILLOCH RAYMOND S
2859 PACES FERRY ROAD
OVERLOOK III, SUITE 2000
ATLANTA, GA 30339

Sr. Vice President

Signatures

/s/ David B. Foshee, Attorney
in Fact

01/16/2008

__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) Conversion of a security exempted under Rule 16(b)-6b. 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) All sales reported in this Form 4 were effected pursuant to a Rule 10b5-1(c) trading plan adopted by the reporting person on December 14, 2007.

Remarks:

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Exhibit List:

Exhibit 24-Confirming Statement

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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