WILLOCH RAYMOND S
Form 4
January 21, 2010

FORM 4

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

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
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(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)
01/19/2010

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)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	01/19/2010		C		11,850 (1)	D	$ 0	97,570 (2)	D	
Class A Common Stock	01/19/2010		C		11,850 (1)	A	$ 0	78,516	D	
Class A Common Stock	01/19/2010		S		898 (3)	D	$ 8.57	77,618	D	
Class A Common Stock	01/19/2010		S		36 (3)	D	$ 8.61	77,582	D	
Class A Common Stock	01/19/2010		S		235 (3)	D	$ 8.63	77,347	D	

Class A Common Stock	01/19/2010	S	450 (3)	D	$ 8.64	76,897	D
Class A Common Stock	01/19/2010	S	412 (3)	D	$ 8.642	76,485	D
Class A Common Stock	01/19/2010	S	391 (3)	D	$ 8.65	76,094	D
Class A Common Stock	01/19/2010	S	99 (3)	D	$ 8.658	75,995	D
Class A Common Stock	01/19/2010	S	449 (3)	D	$ 8.66	75,546	D
Class A Common Stock	01/19/2010	S	235 (3)	D	$ 8.69	75,311	D
Class A Common Stock	01/19/2010	S	117 (3)	D	$ 8.695	75,194	D
Class A Common Stock	01/19/2010	S	20 (3)	D	$ 8.696	75,174	D
Class A Common Stock	01/19/2010	S	20 (3)	D	$ 8.697	75,154	D
Class A Common Stock	01/19/2010	S	98 (3)	D	$ 8.698	75,056	D
Class A Common Stock	01/19/2010	S	329 (3)	D	$ 8.7	74,727	D
Class A Common Stock	01/19/2010	S	98 (3)	D	$ 8.705	74,629	D
Class A Common Stock	01/19/2010	S	503 (3)	D	$ 8.71	74,126	D
Class A Common Stock	01/19/2010	S	137 (3)	D	$ 8.72	73,989	D
Class A Common Stock	01/19/2010	S	20 (3)	D	$ 8.73	73,969	D
Class A Common Stock	01/19/2010	S	20 (3)	D	$ 8.735	73,949	D
Class A Common Stock	01/19/2010	S	396 (3)	D	$ 8.737	73,553	D
Class A Common Stock	01/19/2010	S	39 (3)	D	$ 8.74	73,514	D
Class A Common Stock	01/19/2010	S	20 (3)	D	$ 8.745	73,494	D
Class A Common Stock	01/19/2010	S	20 (3)	D	$ 8.75	73,474	D
	01/19/2010	S	20 (3)	D		73,454	D

Class A Common Stock						$ 8.755			
Class A Common Stock	01/19/2010	S	20 (3)	D	$ 8.76	73,434	D		
Class A Common Stock	01/19/2010	S	157 (3)	D	$ 8.765	73,277	D		
Class A Common Stock						3,920	I	By Son (4)	
Class B CommonStock						14,812	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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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 Owne Follo Repo 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	01/21/2010
**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.

(4) The reporting person disclaims beneficial ownership of the shares held by his son.

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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