

COOMBS ROBERT
Form 4
January 03, 2005

FORM 4

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

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).

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 *
COOMBS ROBERT

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,
SUITE 2000

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/29/2004

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

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)
			Code	V	Amount or Price		
Class A Common Stock	12/29/2004		M ⁽¹⁾		12,000 A \$ 4.8125	12,000	D
Class A Common Stock	12/29/2004		M ⁽¹⁾		10,000 A \$ 4.75	22,000	D
Class A Common Stock	12/29/2004		M ⁽¹⁾		15,000 A \$ 2.71	37,000	D
Class A Common	12/29/2004		M ⁽¹⁾		5,000 A \$ 5.53	42,000	D

Stock

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 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)	\$ 4.8125	12/29/2004		M ⁽¹⁾	12,000	01/04/2001 ⁽²⁾ 01/04/2010	Class A or Class B Common Stock 12,000
Employee Stock Option (Right to Buy)	\$ 4.75	12/29/2004		M ⁽¹⁾	10,000	11/26/2002 ⁽³⁾ 11/26/2011	Class A or Class B Common Stock 10,000
Employee Stock Option (Right to Buy)	\$ 2.71	12/29/2004		M ⁽¹⁾	15,000	01/31/2003 ⁽⁴⁾ 01/03/2006	Class A or Class B Common Stock 15,000
Employee Stock Option (Right to Buy)	\$ 5.53	12/29/2004		M ⁽¹⁾	5,000	01/02/2004 ⁽⁵⁾ 01/02/2009	Class A or Class B Common Stock 5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

COOMBS ROBERT
2859 PACES FERRY ROAD, SUITE 2000
ATLANTA, GA 30339

Vice President

Signatures

Robert Coombs 12/31/2004

**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 executed pursuant to Rule 16b-6(b).
- (2) The option vests and becomes exercisable at the rate of 20% per year. The first increment became exercisable on January 4, 2001.
- (3) The option vests and becomes exercisable at the rate of 20% per year. The first increment became exercisable on November 26, 2002.
- (4) 50% of the option became exercisable as of the grant date, and the remaining 50% of the option became exercisable on the first anniversary of the grant date.
- (5) 50% of the option became exercisable as of the grant date, and the remaining 50% of the option becomes exercisable on December 31, 2004.

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.