INTERFACE INC Form 4 June 07, 2002

Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

		OMB APPROVAL				
OMB Number: 3235-0287		Washington, DC 20549				
Expires: PENDING		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP				
[]						
Check box if no longer sub	ject to Section 16	Filed pursuant to Section 16(a) of the Securities Exchange Act of 5. Form 4 or Form 5 obligations and section 16(b). Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940				
Estimated average burden hours per response 0.5						
(Print or Type Responses)						
Name and Address of Reporting Person* Willoch, Raymond S.		2. Issuer Name and Ticker or Trading Symbol				
		Interface, Inc. (IFSIA)				
6. Relationship of Reportin (Check all applicable)	g Person(s) to Iss	suer				
X Officer (give C	6 Owner Other (specify pelow)					
		Senior Vice President-Administration, General Counsel and Secretary				
(Last)	(First)	(Middle)				
2859 Paces Ferry Road, Suite	2000					
3. I.R.S. Identification Number of Reporting Person, if an						
entity voluntary)						
Statement for Month/Year						
		3.5 0000				

May 2002

(Street)

Atlanta, Georgia 30339	
5. If Amendment, Date of Original (Month/Year)	
7. Individual or Joint/Group Filing	
(Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person (Ci	ty) (State) (Zip
Table I - Non-Derivative Securities Acquired, Disposed o	f, or Beneficially Owned
1. Title of Security (Instr. 3)	
2. Transaction Date (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 at End of Mo (Instr. 3 and 4)	onth
6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	
7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Code	
V	
Aı	mount
(A)	or (D)
F	Price

05/09/02

C (1)

15,090 D N/A 125,542(2) D Class A Common Stock

05/09/02

C (1)

15,090

 \mathbf{A} N/A

D

Class A Common Stock

05/15/02 \mathbf{S}

5,000

D 9.35

10,090

D

Class B Common Stock

777.009

I

By 401(k) plan

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

* If the form is filed by more than one reporting person, see Instructions 4(b)(v).

Potential persons who are to respond to the collection of information (Over) contained in this form are not required to respond unless the form displays a currently valid OMB control number. (3-99)

FORM 4 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

version rcise e of vative ırity	3. Transaction Date (Month/ Day/ Year)	4. 5. Transaction Numb Code of (Instr. 8) Derive Secur Acqui (A) or Dispo of(D) (Instr.		vative rities nired or osed	3		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9.Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)
		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Evn	lanation	of F	2acn	nege:

- (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.
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Raymond S. Willoch

Raymond S. Willoch

**Signature of Reporting Person

6/7/02

Date

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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