FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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					the Investment Company Act of 1	0.10				
Name and Address of Reporting Person* D'Emilio Julie			2. Date of Event Requiring Statement (Month/Day/Year) 07/28/2014		3. Issuer Name and Ticker or Trading Symbol CARTERS INC [CRI]					
, ,	(First) (Middle) PEACHTREE ROAD NE E 1800				Relationship of Reporting Pers (Check all applicable) Director Officer (give title below)	10% Owne Other (spe	cify 6. I	If Amendment, Date of Original Filed (Month/Day/Year) Individual or Joint/Group Filing (Check)		
					Senior Vice Preside	,		Applicable Line) X Form filed by One Reporting Perso		
(Street) ATLANTA GA 30326								Form filed by More than One Reporting Person		
(City)	(State)	(Zip)								
			Table I - Nor	n-Derivat	ive Securities Beneficial	ly Owned				
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock						D				
Common Stock					6,989(1)	D				
Common Stock		(e.			6,989 ⁽¹⁾ e Securities Beneficially ints, options, convertible	Owned	s)			
Common Stock 1. Title of Derivativ	ve Security (Inst	•		lls, warra	e Securities Beneficially ints, options, convertible	Owned securities	4. Conversion or Exercise	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	ve Security (Inst	•	2. Date Exerc	lls, warra	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi	Owned securities	4. Conversion	Ownership	Beneficial Ownership	
1. Title of Derivativ		r. 4)	2. Date Exerc Expiration Day/N	cisable and ate Year)	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi	Owned e securities ittes ty (Instr. 4) Amount or Number of	4. Conversior or Exercise Price of Derivative	Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
1. Title of Derivativ	Option (Right	to Purchase)	g., puts, cal 2. Date Exerc Expiration Da (Month/Day/) Date Exercisable	ils, warra	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock	Owned Securities ities ty (Instr. 4) Amount or Number of Shares	4. Conversior or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
1. Title of Derivativ	Option (Right	to Purchase)	2. Date Exerc Expiration Do (Month/Day/\) Date Exercisable	Expiration Date	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock Common Stock	Owned e securities ities ty (Instr. 4) Amount or Number of Shares 10,000	4. Conversior or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
1. Title of Derivativ Employee Stock Employee Stock Employee Stock	Option (Right Option (Right	to Purchase) to Purchase) to Purchase)	2. Date Exerc Expiration Date Exercisable	Expiration Date 12/03/2017	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock Common Stock	Owned Securities ities ty (Instr. 4) Amount or Number of Shares 10,000 3,000	4. Conversior or Exercise Price of Derivative Security 26.05	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
1. Title of Derivativ Employee Stock Employee Stock Employee Stock Employee Stock	Option (Right Option (Right Option (Right	to Purchase) to Purchase) to Purchase) to Purchase)	2. Date Exerc Expiration Da (Month/Day/) Date Exercisable (2) (2)	Expiration Date 11/09/2016 12/03/2017 03/12/2019	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock Common Stock Common Stock Common Stock	Owned Securities ty (Instr. 4) Amount or Number of Shares 10,000 4,000	4. Conversior or Exercise Price of Derivative Security 26.05 22.79	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D	Beneficial Ownership	
1. Title of Derivativ Employee Stock Employee Stock Employee Stock Employee Stock Employee Stock	Option (Right Option (Right Option (Right Option (Right Option (Right	to Purchase) to Purchase) to Purchase) to Purchase) to Purchase)	2. Date Exerc Expiration Do (Month/Day/N	Expiration Date 11/09/2016 12/03/2017 03/12/2019 02/16/2020	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock	Owned Securities ty (Instr. 4) Amount or Number of Shares 10,000 4,000 3,000	4. Conversior or Exercise Price of Derivative Security 26.05 22.79 18.14 28.04	D D D	Beneficial Ownership	
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1. Title of Derivativ Employee Stock Employee Stock Employee Stock Employee Stock Employee Stock Employee Stock	Option (Right	to Purchase)	2. Date Exerc Expiration Di (Month/Day/) Date Exercisable (2) (2) (2) (2) (3) (3)	Expiration Date 11/09/2016 12/03/2017 03/12/2019 02/16/2020 02/24/2021 02/22/2022	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock	Owned a securities ty (Instr. 4) Amount or Number of Shares 10,000 3,000 4,000 3,000 5,200 2,800	4. Conversior or Exercise Price of Derivative Security 26.05 22.79 18.14 28.04 28.44 42.61	D D D D D	Beneficial Ownership	
1. Title of Derivativ Employee Stock	Option (Right	to Purchase)	2. Date Exerc Expiration Date (Month/Day/N	Expiration Date 11/09/2016 12/03/2017 03/12/2019 02/16/2020 02/24/2021 02/22/2022	e Securities Beneficially ints, options, convertible 3. Title and Amount of Securi Underlying Derivative Securi Title Common Stock Common Stock	Owned Securities ty (Instr. 4) Amount or Number of Shares 10,000 4,000 3,000 5,200 2,800 2,000	4. Conversior or Exercise Price of Derivative Security 26.05 22.79 18.14 28.04 28.44 42.61 59.27	D D D D D D D D D D D D D D D D D D D	Beneficial Ownership	

Explanation of Responses:

- 1. Some of these restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning one year from the grant date.
- 2. This option is fully exercisable.
- 3. These time-vesting options are exercisable in four equal annual installments beginning one year from the grant date.

Remarks:

/s/Michael Wu, Attorney-in-Fact for Julie D'Emilio

08/07/2014

** Signature of Reporting Person

Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

^{*} If the form is filed by more than one reporting person, see Instruction 5 (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).