

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>D'Emilio Julie</u> (Last) (First) (Middle) 3438 PEACHTREE ROAD NE SUITE 1800 (Street) ATLANTA GA 30326 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/28/2014	3. Issuer Name and Ticker or Trading Symbol <u>CARTERS INC [CRI]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Vice President - Sales</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	6,989 ⁽¹⁾	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Employee Stock Option (Right to Purchase)	(2)	11/09/2016	Common Stock	10,000	26.05	D
Employee Stock Option (Right to Purchase)	(2)	12/03/2017	Common Stock	3,000	22.79	D
Employee Stock Option (Right to Purchase)	(2)	03/12/2019	Common Stock	4,000	18.14	D
Employee Stock Option (Right to Purchase)	(2)	02/16/2020	Common Stock	3,000	28.04	D
Employee Stock Option (Right to Purchase)	(3)	02/24/2021	Common Stock	5,200	28.44	D
Employee Stock Option (Right to Purchase)	(3)	02/22/2022	Common Stock	2,800	42.61	D
Employee Stock Option (Right to Purchase)	(3)	02/20/2023	Common Stock	2,000	59.27	D
Employee Stock Option (Right to Purchase)	(3)	02/20/2023	Common Stock	3,000	59.27	D
Employee Stock Option (Right to Purchase)	(3)	02/18/2024	Common Stock	1,400	68.49	D
Employee Stock Option (Right to Purchase)	(3)	02/18/2024	Common Stock	2,000	68.49	D

Explanation of Responses:

- 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.
- This option is fully exercisable.
- 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.

* 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).

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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