

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>WHETZEL CHARLES E JR</u>  (Last) (First) (Middle) <u>C/O CARTER'S, INC., THE PROSCENIUM,</u> <u>1170 PEACHTREE STREET NE, SUITE 900</u>  (Street) <u>ATLANTA GA 30309</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CARTERS INC [ CRI ]</u>	5. 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>Executive VP - Global Sourcing</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/12/2006</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Common Stock	10/12/2006		s <sup>(1)</sup>		2,500	D	\$29.5101	466,020	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		1,000	D	\$29.51	465,020	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		1,000	D	\$29.49	464,020	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		500	D	\$29.4801	463,520	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		200	D	\$29.37	463,320	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		1,100	D	\$29.36	462,220	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		300	D	\$29.34	461,920	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		1,300	D	\$29.33	460,620	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		1,000	D	\$29.32	459,620	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		300	D	\$29.29	459,320	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		700	D	\$29.28	458,620	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		300	D	\$29.27	458,320	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		328	D	\$29.25	457,992	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		372	D	\$29.24	457,620	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		200	D	\$29.21	457,420	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		100	D	\$29.09	457,320	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		100	D	\$29.08	457,220	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		200	D	\$29.07	457,020	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		1,200	D	\$29.04	455,820	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		300	D	\$29.03	455,520	D	
Common Stock	10/12/2006		s <sup>(1)</sup>		10,000	D	\$29	445,520	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**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)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$22.01							(2)	05/13/2015	Common Stock	60,000		60,000	D	
Employee Stock Option (Right to Buy)	\$3.08							(3)	08/15/2011	Common Stock	389,688		389,688	D	

**Explanation of Responses:**

- The sales reported in this Form 4 were effectuated pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 2, 2006.
- These options are time options exercisable in four equal installments beginning on May 13, 2006.
- These options are all exercisable.

/s/ Charles E. Whetzel, Jr.

10/16/2006

\*\* 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 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).

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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