

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

<b>1. Name and Address of Reporting Person*</b> <u>Lynch Brian</u> <hr/> (Last) (First) (Middle) <u>1170 PEACHTREE STREET</u> <u>SUITE 900</u> <hr/> (Street) <u>ATLANTA GA 30309</u> <hr/> (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> 02/18/2010	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>CARTERS INC [ CRI ]</u> <hr/> <b>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b> Director <span style="float: right;">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float: right;">Other (specify below)</span> <p style="text-align: center;"><u>EVP Brand Leader</u></p>	<b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b> <hr/> <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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### 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	1,368	D	
Common Stock	406	D	
Common Stock	2,060 <sup>(1)</sup>	D	
Common Stock	3,000 <sup>(2)</sup>	D	
Common Stock	4,000 <sup>(3)</sup>	D	
Common Stock	10,000 <sup>(4)</sup>	D	
Common Stock	4,000 <sup>(5)</sup>	D	
Common Stock	700	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	Title	Amount or Number of Shares			
Employee Stock Option (Right to Purchase)	(6)	05/12/2015	Common Stock	20,000	22.63	D	
Employee Stock Option (Right to Purchase)	(6)	02/16/2016	Common Stock	2,800	34.32	D	
Employee Stock Option (Right to Purchase)	(7)	02/15/2017	Common Stock	6,000	22.19	D	
Employee Stock Option (Right to Purchase)	(8)	12/03/2017	Common Stock	8,000	22.79	D	
Employee Stock Option (Right to Purchase)	(9)	05/08/2018	Common Stock	8,000	14.48	D	
Employee Stock Option (Right to Purchase)	(10)	03/12/2019	Common Stock	20,000	18.14	D	
Employee Stock Option (Right to Purchase)	(11)	02/16/2020	Common Stock	13,000	28.04	D	

**Explanation of Responses:**

1. These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning February 15, 2008.
2. These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning December 3, 2008.
3. These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning May 8, 2009.
4. These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning March 12, 2010.
5. These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning February 16, 2011.
6. These options are all exercisable.
7. These time-vesting options are exercisable in four equal annual installments beginning one year from February 15, 2007.
8. These time-vesting options are exercisable in four equal annual installments beginning one year from December 3, 2007.
9. These time-vesting options are exercisable in four equal annual installments beginning one year from May 8, 2008.
10. These time-vesting options are exercisable in four equal annual installments beginning one year from March 12, 2009.
11. These time-vesting options are exercisable in four equal annual installments beginning one year from February 16, 2010.

**Remarks:**

[Attorney-in-Fact for Brian Lynch](#)

\*\* 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.

**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.**