SEC Form 4	
------------	--

 \square

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

С

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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								
Estimated average bur	den								
hours per response.	0.5								

	ress of Reporting		2. Issuer Name and Ticker or Trading Symbol CARTERS INC [CRI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
ROWAN F	REDERICK	<u>J 11</u>	[]	X	Director	10% Owner			
×			—		Officer (give title	Other (specify			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)			
ROWAN FREDERICK J II		PROSCENIUM	08/18/2005		Chief Executive Officer				
1170 PEACH	FREE STREET	NE, SUITE 900							
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fili	ng (Check Applicable			
. ,	GA	30309		X	Form filed by One Re	porting Person			
				Form filed by More than One Rep Person		an One Reporting			
(City)	(State)	(Zip)							

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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	08/18/2005		S		2,000	D	\$59.27	56,893	D		
Common Stock	08/18/2005		S		1,800	D	\$59.15	55,093	D		
Common Stock	08/18/2005		S		2,600	D	\$59.53	52,493	D		
Common Stock	08/18/2005		S		2,300	D	\$ <mark>59</mark> .5	50,193	D		
Common Stock	08/18/2005		S		1,000	D	\$ <u>59.6</u>	49,193	D		
Common Stock	08/18/2005		S		900	D	\$59.54	48,293	D		
Common Stock	08/18/2005		S		900	D	\$59.52	47,393	D		
Common Stock	08/18/2005		S		900	D	\$59.55	46,493	D		
Common Stock	08/18/2005		S		500	D	\$59.7	45,993	D		
Common Stock	08/18/2005		S		500	D	\$59.61	45,493	D		
Common Stock	08/18/2005		S		200	D	\$59.74	45,293	D		
Common Stock	08/18/2005		S		300	D	\$59.51	44,993	D		
Common Stock	08/18/2005		S		100	D	\$59.19	44,893	D		
Common Stock	08/19/2005		S		1,700	D	\$58.9	43,193	D		
Common Stock	08/19/2005		S		2,200	D	\$ <mark>59</mark>	40,993	D		
Common Stock	08/19/2005		S		600	D	\$59.01	40,393	D		
Common Stock	08/19/2005		S		400	D	\$59.04	39,993	D		
Common Stock	08/19/2005		S		800	D	\$59.03	39,193	D		
Common Stock	08/19/2005		S		200	D	\$59.12	38,993	D		
Common Stock	08/19/2005		S		100	D	\$59.02	38,893	D		
Common Stock	08/22/2005		S		200	D	\$59.01	38,693	D		
Common Stock	08/22/2005		s		9,800	D	\$ <mark>59</mark>	28,893	D		

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

L. 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)

		Ta	ble II - Deriva (e.g., p					ired, Disp options, o			IOr	y Owned			
1. Title of	2.	3. Transaction	3A. Deemed	4.ode	v	(6A)Nu	m(160e)r	6xDectiesEbakero	isΩabtlee and		aSolidares	8. Price of	9. Number of	10.	11. Nature
	Conversion	- Date e f Month/Day/Year)	Execution Date, if any	Transa Code (Of Deriv	ative	Expiration Da (Month/Day/)		Amour Securi		Derivative Security	derivative Securities	Ownership Form:	Beneficial
(Instr. 3)	Price of	epuonini/Dayrrear)	(Month/Day/Year)	8)	msu.	Secu		(wonth/bay/	ieai)	Indar		(Instr 5)	Beneficially	Direct (D)	Ownership
(Derivative		(-,		Acqu			By	/: /s/ F	redrick J.	Rowan, II	ow <u>08/22/200</u>		(Instr. 4)
	Security					(A) or Dispo			**	l Securi Signatu	ty (Instr. 3 re of Repor	ing Person	Following Reported	(I) (Instr. 4)	
Reminder: R	eport on a se	parate line for each	class of securities	benefic	ially ov	/net dip)	irectly	or indirectly.				Ŭ	Transaction(s)		
* If the form	is filed by mo	e than one reportir	g person, <i>see</i> Instr	uction 4	4 (b)(v)	(Instr and 5	. 3, 4						(Instr. 4)		
** Intentiona	l misstatemer	ts or omissions of	acts constitute Fed	eral Cri	minal \	violatic	ns Se	18 U.S.C. 10	001 and 15 t	J.S.C. 7	8ff(a).				
Note: File th	ree copies of	this Form, one of w	hich must be manu	ally sigi	ned. If	space	is insu	fficient, see In	struction 6 f	or proce	dure.				
Persons wh	o respond to	the collection of	information conta	ined in	this fo	orm ar	e not i	equired to re	espond unle	ss the f	form displa	iys a currer	tly valid OMB N	lumber.	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				