FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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١	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(h)

TATEMENT OF CHANGES IN BENEFICIAL OWNERSH

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 * $\underline{WELCH\ JOHN\ R}$						2. Issuer Name and Ticker or Trading Symbol CARTERS INC [CRI]										nip of Reporting Peoplicable)		10% C	lwner
(Last) (First) (Middle) 1170 PEACHTREE STREET					3. Date of Earliest Transaction (Month/Day/Year) 05/13/2010									X	Office	er (give title		Other (specify below)	
SUITE 900 (Street) ATLANTA GA 30309				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(St	ate) (2	Zip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Date					Executio /Day/Year) if any			Code (Transaction Disposed Code (Instr. 5)					4 and Se		Securities Beneficially Owned Following		Direct ndirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount		(A) or (D)	Price	, l	Transaction(s) (Instr. 3 and 4)				(11341.4)
Common Stock 05/13										3,004	4	A	. \$0(1)		(1) 43,306		I)	
	Та													y Ow	ned				
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	Date, Transact					Expiration Date (Month/Day/Year)			Amour or Numbe		ount	Deriv Secu	ivative urity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
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Explanation of Responses:

1. These shares were granted pursuant to the Issuer's Amended and Restated 2003 Equity Incentive Plan as part of Mr. Welch's annual director compensation.

Remarks:

Brendan M. Gibbons,
Attorney-in-Fact for John R. 05/17/2010
Welch

** 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.

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.