

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person* <b>CASEY MICHAEL DENNIS</b> _____ (Last) (First) (Middle) <b>C/O CARTER'S, INC., THE PROSCENIUM</b> <b>1170 PEACHTREE STREET NE, SUITE 900</b> _____ (Street) <b>ATLANTA GA 30309</b> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>CARTERS INC [ CRI ]</b>			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) <b>Executive V.P. and CFO</b>		
			3. Date of Earliest Transaction (Month/Day/Year) <b>02/15/2007</b>					
			4. 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 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	02/15/2007		A <sup>(1)</sup>		12,000	A	\$0	200,312 <sup>(2)</sup>	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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$3.08 <sup>(3)</sup>						(4)	08/15/2011	Common Stock	389,688 <sup>(5)</sup>		389,688 <sup>(5)</sup>	D	
Employee Stock Option (Right to Buy)	\$14.81 <sup>(3)</sup>						(6)	03/22/2014	Common Stock	200,000 <sup>(5)</sup>		200,000 <sup>(5)</sup>	D	
Employee Stock Option (Right to Buy)	\$34.32 <sup>(3)</sup>						(7)	02/16/2016	Common Stock	12,000 <sup>(5)</sup>		12,000 <sup>(5)</sup>	D	
Employee Stock Option (Right to Buy)	\$22.19 <sup>(3)</sup>	02/15/2007		A		12,000	(8)	02/15/2017	Common Stock	12,000 <sup>(5)</sup>	\$0	12,000 <sup>(5)</sup>	D	

**Explanation of Responses:**

- These shares are subject to restrictions that lapse upon the satisfaction of certain time and service conditions.
- The amount of securities beneficially owned following the transactions reported in this Form 4 reflects a two-for-one stock split effected on June 6, 2006 (the "Stock Split").
- The exercise price of the derivative securities reported in this Form 4 reflects the Stock Split.
- These options are all exercisable.
- The amount of derivative securities beneficially owned following the transactions reported in the Form 4 reflects the Stock Split.
- These options are exercisable in five equal annual installments beginning on March 22, 2005.
- These options are exercisable in four equal annual installments beginning on February 16, 2007.
- These options are exercisable in four equal annual installments beginning on February 15, 2008.

/s/ Michael D. Casey                      02/20/2007  
 \*\* 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.