

PARNELL LINDSEY KENNETH

Form 4

November 05, 2004

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PARNELL LINDSEY KENNETH

(Last) (First) (Middle)

2859 PACES FERRY ROAD,  
SUITE 2000

(Street)

ATLANTA, GA 30339

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
INTERFACE INC [IFSIA]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/03/2004

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	11/03/2004		M <sup>(1)</sup>		17,000	A	\$ 2.71	17,060	D
Class A Common Stock	11/03/2004		S		3,000	D	\$ 8.82	14,060	D
Class A Common Stock	11/03/2004		S		2,000	D	\$ 8.85	12,060	D
Class A Common	11/03/2004		S		5,000	D	\$ 8.9	7,060	D

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Stock

Class A Common Stock	11/04/2004	M <sup>(1)</sup>	8,000	A	\$ 2.71	15,060	D
Class A Common Stock	11/04/2004	M <sup>(1)</sup>	20,000	A	\$ 4	35,060	D
Class A Common Stock	11/04/2004	M <sup>(1)</sup>	3,000	A	\$ 4.75	38,060	D
Class A Common Stock	11/04/2004	M <sup>(1)</sup>	12,500	A	\$ 5.53	50,560	D
Class A Common Stock	11/04/2004	S	4,000	D	\$ 8.82	46,560	D
Class A Common Stock	11/04/2004	S	13,500	D	\$ 8.84	33,060	D
Class A Common Stock	11/04/2004	S	12,820	D	\$ 8.85	20,240	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to	\$ 2.71	11/03/2004		M <sup>(1)</sup>	17,000	01/31/2003 <sup>(2)</sup>	01/31/2006	Class A or Class B Common	17,000

Buy)								Stock	
Employee								Class A	
Stock								or Class	
Option	\$ 2.71	11/04/2004	M <sup>(1)</sup>	8,000	01/31/2003 <sup>(2)</sup>	01/31/2006	B	Common	8,000
(Right to								Stock	
Buy)									
Employee								Class A	
Stock								or Class	
Option	\$ 4	11/04/2004	M <sup>(1)</sup>	20,000	07/06/2001 <sup>(3)</sup>	07/06/2010	B	Common	20,000
(Right to								Stock	
Buy)									
Employee								Class A	
Stock								or Class	
Option	\$ 4.75	11/04/2004	M <sup>(1)</sup>	3,000	11/26/2002 <sup>(4)</sup>	11/26/2011	B	Common	3,000
(Right to								Stock	
Buy)									
Employee								Class A	
Stock								or Class	
Option	\$ 5.53	11/04/2004	M <sup>(1)</sup>	12,500	01/02/2004 <sup>(5)</sup>	01/02/2009	B	Common	12,500
(Right to								Stock	
Buy)									

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PARNELL LINDSEY KENNETH 2859 PACES FERRY ROAD, SUITE 2000 ATLANTA, GA 30339			Vice President	

## Signatures

Lindsey K.  
Parnell

11/05/2004

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) Exercise of a derivative security exempted pursuant to Rule 16b-6(b).

(2) 50% of the option vested and became exercisable as of the grant date, and the remaining 50% of the option vested and became exercisable on the first anniversary of the grant date.

(3) The option vests and becomes exercisable at the rate of 20% per year, the first increment (5,000 shares) became exercisable on July 6, 2001.

(4) The option vests and becomes exercisable at the rate of 20% per year, the first increment (1,500) became exercisable on November 26, 2002.

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- (5) 50% of the option vested and became exercisable as of the grant date, and the remaining 50% of the option vests and becomes exercisable on December 31, 2004.

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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