PACIFICO JOSEPH

Form 5				
February 10, 2009				
FORM 5			OMB AP	PROVAL
	S SECURITIES AND EXCHANGE ( Washington, D.C. 20549	COMMISSION	OMB Number:	3235-0362
no longer subject	washington, D.C. 20549	Expires:	January 31, 2005	
to Section 16. Form 4 or Form 5 obligations may continue. See Instruction	TATEMENT OF CHANGES IN BEN OWNERSHIP OF SECURITIES	Estimated a burden hour response	l average ours per	
Size instructionFiled pursuant to1(b).Filed pursuant toForm 3 HoldingsSection 17(a) of theReported30(h)TransactionsReported	I			
1. Name and Address of Reporting Person <u>*</u> PACIFICO JOSEPH	2. Issuer Name <b>and</b> Ticker or Trading Symbol CARTERS INC [CRI]	5. Relationship of I Issuer		
(Last) (First) (Middle) 1170 PEACHTREE STREET, SUITE 900	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 01/03/2009	Director XOfficer (give below)		) Owner r (specify
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi (check	int/Group Repo	orting
ATLANTA, GA 30309		_X_ Form Filed by C Form Filed by M		

(City)	(State) (	Zip) Table	e I - Non-Deri	vative Sec	curitie	s Acqu	ired, Disposed o	f, or Beneficial	ly 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. Securi Acquired Disposed (Instr. 3, Amount	d (A) of d of (D 4 and (A) or	))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/18/2008	Â	G	1,000 (1)	D	\$ 0 (2)	279,088	D	Â
Common Stock	02/18/2008	Â	G	1,000 (1)	D	\$ 0 (2)	278,088	D	Â
Common Stock	12/10/2008	Â	G	1,000 (1)	D	\$ 0 (2)	277,088	D	Â
Common Stock	12/10/2008	Â	G	1,000 (1)	D	\$ 0 (2)	276,088	D	Â

Person

## Edgar Filing: PACIFICO JOSEPH - Form 5

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

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 control number. SEC 2270 (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)	4. Transaction Code (Instr. 8)			ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E I S Fi (1)
				4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
PACIFICO JOSEPH 1170 PEACHTREE STREET SUITE 900 ATLANTA, GA 30309	Â	Â	President	Â			
<b>Signatures</b> /s/ Brendan M. Gibbons, Attorr Pacifico	02/10/2009						

<u>\*\*</u>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).

Gift to family member not sharing the same household. Mr. Pacifico disclaims beneficial ownership of these securities, and this report(1) shall not be deemed an admission that Mr. Pacifico is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

(2) Mr. Pacifico received no consideration for the transfer of the securities, which were given as a gift.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.