

CARTERS INC  
Form 3/A  
February 14, 2006

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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

(Print or Type Responses)

|                                                                                                                                                                                                                                                                                           |                                                                                              |                                                                                           |                                                                                                                                                                                                                                                                                                                                    |                                                                                      |                                                                                                                                                                                                                              |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p><b>Â CASEY MICHAEL DENNIS</b></p> <p>(Last) (First) (Middle)</p> <p><b>C/O CARTER'S, INC., THE PROSCENIUM,Â 1170 PEACHTREE STREET NE, SUITE 900</b></p> <p>(Street)</p> <p><b>ATLANTA,Â GAÂ 30309</b></p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p><b>02/14/2006</b></p> | <p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p><b>CARTERS INC [CRI]</b></p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p><b>Executive V.P. and CFO</b></p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p><b>10/23/2003</b></p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

### Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities<br>Beneficially Owned<br>(Instr. 4) | 3. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial<br>Ownership<br>(Instr. 5) |
|------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------|
| Common Stock                       | 103,156 <sup>(1)</sup>                                      | D                                                                       | Â                                                           |

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

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security | 4. Conversion<br>or Exercise | 5. Ownership<br>Form of | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------------|------------------------------|-------------------------|-------------------------------------------------------------|
|-----------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------------|------------------------------|-------------------------|-------------------------------------------------------------|

# Edgar Filing: CARTERS INC - Form 3/A

| Date<br>Exercisable | Expiration<br>Date | (Instr. 4) |                                  | Price of<br>Derivative<br>Security | Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|------------|----------------------------------|------------------------------------|---------------------------------------------------------------------------|
|                     |                    | Title      | Amount or<br>Number of<br>Shares |                                    |                                                                           |

## Reporting Owners

| Reporting Owner Name / Address                                                                                         | Relationships |           |                             |       |
|------------------------------------------------------------------------------------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                                                                                                        | Director      | 10% Owner | Officer                     | Other |
| CASEY MICHAEL DENNIS<br>C/O CARTER'S, INC., THE PROSCENIUM<br>1170 PEACHTREE STREET NE, SUITE 900<br>ATLANTA, GA 30309 | ^             | ^         | ^ Executive<br>V.P. and CFO | ^     |

## Signatures

Michael D.  
Casey 02/14/2006

\_\_Signature of Date  
Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The number of shares of Common Stock beneficially owned by Mr. Casey was erroneously reported as 341,144 shares in the Form 3 filed on October 23, 2003.

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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