

DIXIE GROUP INC
Form 3
March 01, 2005

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)

| | | | | |
|-------------------------------------------|----------|--------------------------------------|----------------------------------------------------------------------------|------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Lapeere Craig S | | (Month/Day/Year) | DIXIE GROUP INC [DXYN] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 02/22/2005 | | |
| 716 BILL MYLES DRIVE | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| SARALAND,Â ALÂ 36571 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | VP & President of Masland RsdL | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock, \$3 par value | 3,279 ⁽¹⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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

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

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------------------------|------------|------------|-----------------------------------|--------|----------|-------------------|---|
| Employee Stock Option (right to buy) | Â (2) | 11/15/2006 | Common Stock, \$3 par value | 5,000 | \$ 5.75 | D | Â |
| Employee Stock Option (right to buy) | 11/02/2005 | 05/02/2012 | Common Stock, \$3 par value | 3,773 | \$ 6.96 | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 05/02/2012 | Common Stock, \$3 par value | 5,000 | \$ 6.96 | D | Â |
| Employee Stock Option (right to buy) | 06/06/2005 | 12/06/2010 | Common Stock, \$3 par value | 5,713 | \$ 15.98 | D | Â |
| Employee Stock Option (right to buy) | 06/06/2005 | 12/06/2010 | Common Stock, \$3 par value | 1,287 | \$ 15.98 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---------------------------------------------------------------|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lapeere Craig S 716 BILL MYLES DRIVE SARALAND, AL 36571 | Â | Â | Â VP & President of Masland Rsd | Â |

Signatures

John F. Henry, Jr., by power of attorney for Craig S.
Lapeere

03/01/2005

__Signature of Reporting Person

Date

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) Includes 3,279 shares allocated to the Reporting Person's account under the Issuer's 401(K) plan.
- (2) The option is exercisable in four equal annual installments beginning on November 15, 1998.
- (3) The option is exercisable in four equal annual installments beginning on May 2, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space 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.