

Peters Frank
 Form 4
 February 23, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Peters Frank

2. Issuer Name and Ticker or Trading Symbol
 MOHAWK INDUSTRIES INC
 [MHK]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 160 SOUTH INDUSTRIAL
 BLVD., P.O. BOX 12069
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/23/2011

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 President-Flooring Division

CALHOUN, GA 30703

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 02/20/2011 | | D | 446 | \$ 59.3 | D | |
| Common Stock | 02/21/2011 | | D | 133 | \$ 59.3 | D | |
| Common Stock | 02/22/2011 | | A | 4,864 | \$ 0 | D | |
| Common Stock | 02/22/2011 | | A | 2,492 | \$ 0 | D | |
| Common Stock | 02/22/2011 | | D | 601 | \$ 57.34 | D | |

