

Grizzle Victor
Form 4
April 12, 2012

FORM 4

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

OMB APPROVAL

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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 *
Grizzle Victor

2. Issuer Name and Ticker or Trading Symbol
ARMSTRONG WORLD INDUSTRIES INC [AWI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/10/2012

____ Director
 Officer (give title below) _____ Other (specify below)
Executive V.P., Armstrong Bdg

C/O ARMSTRONG WORLD INDUSTRIES, INC., 2500 COLUMBIA AVE

(Street)

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

LANCASTER, PA 17603

(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)	Code	V	Amount	(D)	Price

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 1474 (9-02)

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

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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 of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 42.65	04/10/2012		D ⁽¹⁾		4,795	01/17/2012	01/17/2021	Common Stock	4,795
Stock Options	\$ 36.58	04/10/2012		A ⁽¹⁾	5,591		01/17/2012	01/17/2021	Common Stock	5,591
Stock Options	\$ 42.65	04/10/2012		D ⁽¹⁾		4,795	01/17/2013	01/17/2021	Common Stock	4,795
Stock Options	\$ 36.58	04/10/2012		A ⁽¹⁾	5,591		01/17/2013	01/17/2021	Common Stock	5,591
Stock Options	\$ 42.65	04/10/2012		D ⁽¹⁾		4,795	01/17/2014	01/17/2021	Common Stock	4,795
Stock Options	\$ 36.58	04/10/2012		A ⁽¹⁾	5,591		01/17/2014	01/17/2021	Common Stock	5,591
Stock Options	\$ 41.47	04/10/2012		D ⁽¹⁾		7,808	03/02/2012	03/02/2021	Common Stock	7,808
Stock Options	\$ 35.57	04/10/2012		A ⁽¹⁾	9,105		03/02/2012	03/02/2021	Common Stock	9,105
Stock Options	\$ 41.47	04/10/2012		D ⁽¹⁾		7,808	03/02/2013	03/02/2021	Common Stock	7,808
Stock Options	\$ 35.57	04/10/2012		A ⁽¹⁾	9,105		03/02/2013	03/02/2021	Common Stock	9,105
Stock Options	\$ 41.47	04/10/2012		D ⁽¹⁾		7,808	03/02/2014	03/02/2021	Common Stock	7,808
Stock Options	\$ 35.57	04/10/2012		A ⁽¹⁾	9,105		03/02/2014	03/02/2021	Common Stock	9,105
Stock Options	\$ 50.38	04/10/2012		D ⁽¹⁾		7,845	02/28/2013	02/28/2022	Common Stock	7,845
Stock Options	\$ 43.21	04/10/2012		A ⁽¹⁾	9,148		02/28/2013	02/28/2022	Common Stock	9,148
Stock Options	\$ 50.38	04/10/2012		D ⁽¹⁾		7,845	02/28/2014	02/28/2022	Common Stock	7,845
Stock Options	\$ 43.21	04/10/2012		A ⁽¹⁾	9,148		02/28/2014	02/28/2022	Common Stock	9,148

