

DIXIE GROUP INC
Form 4/A
January 03, 2008

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 *
RGM Capital, LLC

2. Issuer Name and Ticker or Trading Symbol
DIXIE GROUP INC [DXYN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6621 WILLOW PARK
DRIVE, SUITE ONE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/26/2007

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

NAPLES, FL 34109

4. If Amendment, Date Original Filed(Month/Day/Year)
12/27/2007

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common stock, \$3.00 par value per share	12/26/2007		P	1,810 A \$ 8.2228	1,391,345 (2) I	I	By private limited partnerships and a separately managed account (1)

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

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its pecuniary interest therein, and this report shall not be deemed an admission that Mr. Moses or RGM is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

- (2) This amendment is being filed to reflect the correct share ownership of common stock (1,391,345 shares) held by RGM Capital, LLC as of 12/26/2007

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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