Kane Thomas Michael Form 4 December 21, 2010

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB 3235-0287

Number:

Expires:

January 31, 2005

0.5

Estimated average

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Kane Thomas Michael

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

Symbol

ARMSTRONG WORLD INDUSTRIES INC [AWI]

(Check all applicable)

Senior VP - HR

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

Filed(Month/Day/Year)

12/17/2010

Director X_ Officer (give title

10% Owner Other (specify

C/O ARMSTRONG WORLD INDUSTRIES, INC., 2500 **COLUMBIA AVENUE**

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

LANCASTER, PA 17603

(City) (State) (Zip) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned

Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

(Instr. 3 and 4) 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 SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 36.17	12/17/2010		D(1)		3,358	08/24/2011	08/24/2020	Common Stock	3,358
Stock Option	\$ 27.77	12/17/2010		A(1)	4,371		08/24/2011	08/24/2020	Common Stock	4,371
Stock Option	\$ 36.17	12/17/2010		D(1)		3,358	08/24/2012	08/24/2020	Common Stock	3,358
Stock Option	\$ 27.77	12/17/2010		A(1)	4,371		08/24/2012	08/24/2020	Common Stock	4,371
Stock Option	\$ 36.17	12/17/2010		D(1)		3,358	08/24/2013	08/24/2020	Common Stock	3,358
Stock Option	\$ 27.77	12/17/2010		A <u>(1)</u>	4,371		08/24/2013	08/24/2020	Common Stock	4,371

Reporting Owners

Reporting Owner Name / Address	Relationships					
topotong o mati i maio / i dui o	Director	10% Owner	Officer	Other		
Kane Thomas Michael						
C/O ARMSTRONG WORLD INDUSTRIES, INC.			Senior			
2500 COLUMBIA AVENUE			VP - HR			
LANCASTER, PA 17603						

Signatures

/s/ Jeffrey D. Nickel, attorney-in-fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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 reported transactions involved an amendment of outstanding options due to the recapitalization of the Company, resulting in the deemed cancellation of the "old" options and the grant of replacement options.

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.

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