FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
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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 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* WARREN CARRIE A | | | 2. Issuer Name and Ticker or Trading Symbol TANGER FACTORY OUTLET CENTERS INC [SKT] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X Officer (give title below) Other (specify below) | | | | | | |
|--|---------------|---------------------------------|---|--|--------------------------|--|--------------------------------|---|--|--|-----------------------------|--|---------------|---|---|
| (Last) (First) (Middle) 3200 NORTHLINE AVENUE, SUITE 360 | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/12/2008 | | | | | | | Senic | or V.P. of Ma | rketing | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| | SBORO, N | | | | | | | | | | | ed by More than | One Reporting | Cison | |
| (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, any (Month/Day/Yea | (Instr. 8) | | (A (D | 4. Securities Acquir (A) or Disposed of (D) (Instr. 3, 4 and 5) | | of | Beneficia | nt of Securities ally Owned Following I Transaction(s) and 4) | | 6. Ownership Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | Code | V A1 | mount | (A) or (D) | Price | | | | (I) (Instr. 4) | , |
| Common | Stock | | 02/12/2008 | | | A | 3, | 000 | A | \$ 0 | 7,002 | | | D | |
| Reminder: | Report on a s | separate line fo | or each class of secur | ities beneficially | owned | I | Person: contain | s who | respo this fo | rm are | not requ | | spond unle | ss | 1474 (9-02) |
| Reminder: | Report on a s | separate line fo | Table II - 1 | Derivative Secur | ities A | cquire | Persons contain the forn | s who ed in n disp | respo this fo plays a f, or Ber | rm are curre | not requesting noting valid | uired to res OMB con | | ss | 1474 (9-02) |
| 1. Title of | 2. | 3. Transaction Date (Month/Day/ | Table II - 1 (n 3A. Deemed Execution Da any | , | 5. Num of Deri Secu Acqu | cquire nts, opti nber vative uired or oosed O) r. 3, | Persons contain the forn | s who ed in n disp sed of nverti Exerci | o respo this for plays a f, or Ber ble secu isable in Date | rm are curre neficial rities) 7. To Amo Und Sect | not requesting noting valid | OMB conf | spond unle | of 10. Ownersh Form of Derivatii Security Direct (I or Indire | ip of Indir Benefic (Instr. 4 |

| ľ | | Relationships | | | | | |
|---|---|---------------|--------------|--------------------------|-------|--|--|
| | Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| | WARREN CARRIE A 3200 NORTHLINE AVENUE, SUITE 360 GREENSBORO, NC 27408 | | | Senior V.P. of Marketing | | | |

Signatures

| By: James F. Williams For: Carrie J. Warre | ı | 02/14/2008 |
|--|---|------------|
| **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).
- Represents grant of restricted shares approved by the Share and Unit Option Committee of the Company's Board of Directors on February 12, 2008 under the Company's
- (1) Amended and Restated Incentive Award Plan. The restricted shares vest and the restrictions cease to apply on twenty percent of the award on each February 28th over a five-year period beginning February 28, 2009.

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.