

Mangas Thomas B
 Form 4
 December 21, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 Mangas Thomas B

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)
 12/17/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Senior VP & CFO

C/O ARMSTRONG WORLD INDUSTRIES, INC., 2500 COLUMBIA AVENUE
 (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)	Price		
				Code	V	Amount	

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)

Edgar Filing: Mangas Thomas B - Form 4

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 Security (Instr. 3 and 4)		
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Option	\$ 34.13	12/17/2010		D ⁽¹⁾		16,666		03/02/2012	03/02/2020	Common stock	16,666
Stock Option	\$ 26.21	12/17/2010		A ⁽¹⁾	21,704			03/02/2012	03/02/2020	Common stock	21,704
Stock Option	\$ 34.13	12/17/2010		D ⁽¹⁾		16,667		03/02/2013	03/02/2020	Common stock	16,667
Stock option	\$ 26.21	12/17/2010		A ⁽¹⁾	21,705			03/02/2013	03/02/2020	Common stock	21,705
Stock option	\$ 34.13	12/17/2010		D ⁽¹⁾		16,667		03/02/2014	03/02/2020	Common stock	16,667
Stock option	\$ 26.21	12/17/2010		A ⁽¹⁾	21,705			03/02/2014	03/02/2020	Common stock	21,705
Stock option	\$ 38.06	12/17/2010		D ⁽¹⁾		21,057		04/01/2011	04/01/2020	Common stock	21,057
Stock option	\$ 29.23	12/17/2010		A ⁽¹⁾	27,425			04/01/2011	04/01/2020	Common stock	27,425
Stock option	\$ 38.06	12/17/2010		D ⁽¹⁾		21,057		04/01/2012	04/01/2020	Common stock	21,057
Stock option	\$ 29.23	12/17/2010		A ⁽¹⁾	27,425			04/01/2012	04/01/2020	Common stock	27,425
Stock option	\$ 38.06	12/17/2010		D ⁽¹⁾		21,058		04/01/2013	04/01/2020	Common stock	21,058
Stock option	\$ 29.23	12/17/2010		A ⁽¹⁾	27,425			04/01/2013	04/01/2020	Common stock	27,425

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mangas Thomas B C/O ARMSTRONG WORLD INDUSTRIES, INC. 2500 COLUMBIA AVENUE LANCASTER, PA 17603			Senior VP & CFO	

Signatures

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

12/21/2010

__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.