

A.C. Moore Arts & Crafts, Inc.
 Form 3
 July 07, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Â ZAWOYSKY MICHAEL G (Last) (First) (Middle) C/O A.C. MOORE ARTS CRAFTS, INC., Â 130 A.C. MOORE DRIVE (Street) BERLIN, Â NJ Â 08009 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/27/2008	3. Issuer Name and Ticker or Trading Symbol A.C. Moore Arts & Crafts, Inc. [ACMR]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) V.P. and Acting CFO	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, no par value	8,481 ⁽¹⁾	D	Â

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (2)	03/26/2014	Common Stock	10,000	\$ 21.81	D	Â
Stock Appreciation Right	Â (3)	Â (3)	Common Stock	8,516	\$ 6.82	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZAWOYSKY MICHAEL G C/O A.C. MOORE ARTS CRAFTS, INC. 130 A.C. MOORE DRIVE BERLIN, NJ 08009	Â	Â	Â V.P. and Acting CFO	Â

Signatures

/s/ Amy Rhoades, by Power of Attorney 07/07/2008

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Includes 4,481 shares of performance accelerated restricted stock ("PARS"). 1,500 shares of PARS granted on June 13, 2007 vest in installments upon the Issuer's achievement of certain financial performance targets. Such PARS vest in full on the date that is four years from the date of grant, if not earlier vested. 2,981 shares of PARS granted on March 31, 2008 vest in installments upon the Issuer's achievement of certain financial performance targets. Such PARS vest in full on the date that is five years from the date of grant, if not earlier vested.
- (1) This option is exercisable in three equal annual installments. The first installment became exercisable on March 26, 2008, and the other two installments become exercisable on March 26, 2009 and March 26, 2010.
 - (2) Stock appreciation rights vest in three equal annual installments and expire seven years from March 31, 2008, the grant date, if not earlier terminated or exercised in full.

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Remarks:

EXHIBIT INDEX:

Exhibit 24.1 - Power of Attorney

The filing of this Statement shall not be construed as an admission (a) that the person filing this Statement purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the beneficial owner covered by this Statement, or (b) that this Statement is legally required to be filed by such person.

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.