

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 5)*

Unifi, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

904677 20 0
(CUSIP Number)

October 12, 2012
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Exchange Act (however, see the Notes).

SCHEDULE 13G

CUSIP No.: 904677 20 0

1 NAME OF REPORTING PERSON

William M. Sams

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES

5 SOLE VOTING POWER

15,761

BENEFICIALLY

6 SHARED VOTING POWER

OWNED BY

0

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

15,761

PERSON

8 SHARED DISPOSITIVE POWER

WITH

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

15,761

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12 TYPE OF REPORTING PERSON

IN

SCHEDULE 13G

CUSIP No.: 904677 20 0

1 NAME OF REPORTING PERSON
Marlin Sams Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES	5 SOLE VOTING POWER
BENEFICIALLY	0
OWNED BY	6 SHARED VOTING POWER
EACH	0
REPORTING	7 SOLE DISPOSITIVE POWER
PERSON	0
WITH	8 SHARED DISPOSITIVE POWER
	0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON
0

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
0.0%

12 TYPE OF REPORTING PERSON
PN

Item 1(a). Name of Issuer:

The name of the Issuer is Unifi, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

The Issuer's principal executive offices are located at 7201 W. Friendly Ave., Greensboro, NC 27410-6237.

Item 2(a). Name of Person Filing:

This Amendment No. 5 to Schedule 13G is filed on behalf of William M. Sams, individually and Marlin Sams Fund, L.P., a Delaware limited partnership (the "Partnership") (collectively, the "Reporting Persons").

Item 2(b). Address of Principal Business Office or, if None, Residence:

The principal executive offices of the Partnership are located at 645 Fifth Avenue, Suite 702, New York, NY 10022.

The principal business address for the individual Reporting Person is 750 North St. Paul, Suite 1650, Dallas, TX 75201.

Item 2(c). Citizenship:

The Partnership is a Delaware limited partnership.

The individual Reporting Person is a member of Marlin Sams GenPar, LLC, a Delaware limited liability company, which is the general partner of the Partnership. The individual Reporting person is a citizen of the United States.

Item 2(d). Title of Class of Securities:

This Amendment No. 5 to Schedule 13G relates to the common stock of the Issuer, par value \$.10 per share.

Item 2(e). CUSIP Number:

The CUSIP number of the common stock is 904677 20 0.

Item 3.

Not applicable.

Item 4. Ownership.**(a) Amount beneficially owned:**

1)	William M. Sams:	15,761
2)	Marlin Sams	<u>0</u>
	Fund, L.P.:	
	Total:	15,761 shares

(b) Percent of class:

1)	William M. Sams:	0.0%
2)	Marlin Sams	<u>0.0%</u>
	Fund, L.P.:	
	Total:	0.0%

(c) Number of shares as to which the person has:**(i) Sole power to vote or to direct the vote:**

1)	William M. Sams:	15,761
2)	Marlin Sams	<u>0</u>
	Fund, L.P.:	
	Total:	15,761

(ii) Shared power to vote or to direct the vote:

1)	William M. Sams:	0
2)	Marlin Sams	<u>0</u>
	Fund, L.P.:	
	Total:	0

(iii) Sole power to dispose or to direct the disposition of:

1)	William M. Sams:	15,761
2)	Marlin Sams	<u>0</u>
	Fund, L.P.:	
	Total:	15,761

(iv) Shared power to dispose or to direct the disposition of:

1)	William M. Sams:	0
2)	Marlin Sams	<u>0</u>
	Fund, L.P.:	
	Total:	0

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [X]

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

SIGNATURE

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this statement is true, correct and complete.

Dated: October 23, 2012

/S/ WILLIAM M. SAMS
William M. Sams

MARLIN SAMS FUND, L.P.

By: Marlin Sams GenPar, LLC,
General Partner

By: /S/ WILLIAM M. SAMS
Its: Member