

Clarke Henry B.
Form 4
May 26, 2011

FORM 4

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

OMB APPROVAL

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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 *
Clarke Henry B.

2. Issuer Name and Ticker or Trading Symbol
INTER PARFUMS INC [IPAR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O INTER PARFUMS, INC., 551
FIFTH AVENUE

3. Date of Earliest Transaction (Month/Day/Year)
05/25/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

President Inter Parfums USA

(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

NEW YORK, NY US 10176

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/25/2011		M	V	7,000 A \$ 13.103	8,625	D
Common Stock	05/25/2011		S	V	7,000 D \$ 21.31	1,625	D

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

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

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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option-right to buy	\$ 13.103	05/25/2011		M		1,000		12/15/2008	12/14/2012	Common Stock	1,000
Option-right to buy	\$ 13.103	05/25/2011		M		3,000		12/15/2009	12/14/2012	Common Stock	3,000
Option-right to buy	\$ 13.103	05/25/2011		M		3,000		12/15/2010	12/14/2012	Common Stock	3,000
Option-right to buy	\$ 13.103							12/15/2011	12/14/2012	Common Stock	3,000
Option-right to buy	\$ 12.577							12/26/2008	12/26/2013	Common Stock	1,500
Option-right to buy	\$ 12.577							12/26/2009	12/26/2013	Common Stock	1,500
Option-right to buy	\$ 12.577							12/26/2010	12/26/2013	Common Stock	1,500
Option-right to buy	\$ 12.577							12/26/2011	12/26/2013	Common Stock	1,500
Option-right to buy	\$ 12.577							12/26/2012	12/26/2013	Common Stock	1,500
Option-right to buy	\$ 6.925							12/31/2009	12/30/2014	Common Stock	1,000
Option-right to buy	\$ 6.925							12/31/2010	12/30/2014	Common Stock	1,000
Option-right to buy	\$ 6.925							12/31/2011	12/30/2014	Common Stock	1,000
Option-right to buy	\$ 6.925							12/31/2012	12/30/2014	Common Stock	1,000
Option-right to buy	\$ 6.925							12/31/2013	12/30/2014	Common Stock	1,000
	\$ 12.14							12/31/2010	12/30/2015		1,500

Option-right to buy					Common Stock	
Option-right to buy	\$ 12.14		12/31/2011	12/30/2015	Common Stock	1,500
Option-right to buy	\$ 12.14		12/31/2012	12/30/2015	Common Stock	1,500
Option-right to buy	\$ 12.14		12/31/2013	12/30/2015	Common Stock	1,500
Option-right to buy	\$ 12.14		12/31/2014	12/30/2015	Common Stock	1,500
Option-right to buy	\$ 19.025		12/31/2011	12/30/2016	Common Stock	1,500
Option-right to buy	\$ 19.025		12/31/2012	12/30/2016	Common Stock	1,500
Option-right to buy	\$ 19.025		12/31/2013	12/30/2016	Common Stock	1,500
Option-right to buy	\$ 19.025		12/31/2014	12/30/2016	Common Stock	1,500
Option-right to buy	\$ 19.025		12/31/2015	12/30/2016	Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Clarke Henry B. C/O INTER PARFUMS, INC. 551 FIFTH AVENUE NEW YORK, NY US 10176			President Inter Parfums USA	

Signatures

Henry B. Clarke by Joseph A. Caccamo as attorney in fact 05/26/2011

__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).

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.