

Clarke Henry B.
Form 4
May 20, 2011

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 *
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)
05/19/2011

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

President Inter Parfums USA

(Street)
NEW YORK, NY US 10176

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

(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) Code V Amount (D) Price			
Common Stock	05/19/2011		M	5,000 A \$ 13.103	6,625	D	
Common Stock	05/19/2011		S	5,000 D \$ 21.15	1,625	D	

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)

Edgar Filing: Clarke Henry B. - Form 4

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 Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option-right to buy	\$ 13.103	05/19/2011		M	3,000	12/15/2007	12/14/2012	Common Stock	3,000
Option-right to buy	\$ 13.103	05/19/2011		M	2,000	12/15/2008	12/14/2012	Common Stock	3,000
Option-right to buy	\$ 13.103					12/15/2009	12/14/2012	Common Stock	3,000
Option-right to buy	\$ 13.103					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	1,000
Option-right to buy	\$ 12.577					12/26/2009	12/26/2013	Common Stock	1,000
Option-right to buy	\$ 12.577					12/26/2010	12/26/2013	Common Stock	1,000
Option-right to buy	\$ 12.577					12/26/2011	12/26/2013	Common Stock	1,000
Option-right to buy	\$ 12.577					12/26/2012	12/26/2013	Common Stock	1,000
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

Option-right to buy	\$ 12.14					12/31/2010	12/30/2015	Common Stock	1,
Option-right to buy	\$ 12.14					12/31/2011	12/30/2015	Common Stock	1,
Option-right to buy	\$ 12.14					12/31/2012	12/30/2015	Common Stock	1,
Option-right to buy	\$ 12.14					12/31/2013	12/30/2015	Common Stock	1,
Option-right to buy	\$ 12.14					12/31/2014	12/30/2015	Common Stock	1,
Option-right to buy	\$ 19.025	12/31/2010		A	1,500	12/31/2011	12/30/2016	Common Stock	1,
Option-right to buy	\$ 19.025	12/31/2010		A	1,500	12/31/2012	12/30/2016	Common Stock	1,
Option-right to buy	\$ 19.025	12/31/2010		A	1,500	12/31/2013	12/30/2016	Common Stock	1,
Option-right to buy	\$ 19.025	12/31/2010		A	1,500	12/31/2014	12/30/2016	Common Stock	1,
Option-right to buy	\$ 19.025	12/31/2010		A	1,500	12/31/2015	12/30/2016	Common Stock	1,

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 05/20/2011

__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.