

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

(Street)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | 05/25/2011 | | M | 7,000 | A \$ 13.103 | 8,625 | D |
| Common Stock | 05/25/2011 | | S | 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| 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).

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