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INTER PARFUMS INC

Form 4/A October 17, 2008

FORM 4

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

OMB Number:

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OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction See Instruction 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BENACIN PHILIPPE** Issuer Symbol INTER PARFUMS INC [IPAR] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director _X__ 10% Owner X_ Officer (give title Other (specify C/O INTER PARFUMS SA, 4, 08/27/2008 below) ROND POINT DES CHAMPS President **ELYSEES** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person 10/17/2008 Form filed by More than One Reporting PARIS 10 75008 Person

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	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)
Common Stock	08/28/2008		S	350	D	\$ 14.19	3,077,437	I	By personal holding company

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

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SEC 1474

(9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	FransactionNumber Expiration Date Code of (Month/Day/Year)		e	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	\$ 15.367					12/31/2003	12/30/2008	Common Stock	75,000
Option-right to buy	\$ 10.26					12/10/2004	12/09/2009	Common Stock	75,000
Option-right to buy	\$ 9.967					04/20/2005	04/19/2010	Common Stock	75,000
Option-right to buy	\$ 13.103					12/15/2007	12/14/2012	Common Stock	12,000
Option-right to buy	\$ 13.103					12/15/2008	12/14/2012	Common Stock	12,000
Option-right to buy	\$ 13.103					12/15/2009	12/14/2012	Common Stock	12,000
Option-right to buy	\$ 13.103					12/15/2010	12/14/2012	Common Stock	12,000
Option-right to buy	\$ 13.103					12/15/2011	12/14/2012	Common Stock	12,000
Option-right to buy	\$ 12.577					12/26/2008	12/26/2013	Common Stock	5,700
Option-right to buy	\$ 12.577					12/26/2009	12/26/2013	Common Stock	5,700
Option-right to buy	\$ 12.577					12/26/2010	12/26/2013	Common Stock	5,700
Option-right to buy	\$ 12.577					12/26/2011	12/26/2013	Common Stock	5,700
Option-right to buy	\$ 12.577					12/26/2012	12/26/2013	Common Stock	5,700
Option-right to buy	\$ 11.297					02/14/2009	02/13/2014	Common Stock	2,775

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Option-right to buy	\$ 11.297	02/14/2010	02/13/2014	Common Stock	2,775
Option-right to buy	\$ 11.297	02/14/2011	02/13/2014	Common Stock	2,775
Option-right to buy	\$ 11.297	02/14/2012	02/13/2014	Common Stock	2,775
Option-right to buy	\$ 11.297	02/14/2013	02/13/2014	Common Stock	2,775

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director 10% Owner Officer		Other			
BENACIN PHILIPPE C/O INTER PARFUMS SA 4, ROND POINT DES CHAMPS ELYSEES PARIS IO 75008	X	X	President			

Signatures

Philippe Benacin by Joseph A. Caccamo as attorney-in-fact 10/17/2008

Explanation of Responses:

**Signature of Reporting Person

- * 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).

Remarks:

Amendment filed to correct inadvertent omission of one sale, with a corresponding adjustment in the number of shares benefic 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.

Date

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