

Carter Shawn Corey
Form 3
May 04, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *

Â Carter Shawn Corey
(Last) (First) (Middle)

C/O S. CARTER
ENTERPRISES, LLC,Â 1411
BROADWAY

(Street)

NEW YORK,Â NYÂ 10018

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
04/18/2012

3. Issuer Name and Ticker or Trading Symbol
Perfumania Holdings, Inc. [perf]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, \$0.01 par value

300,000

D Â

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Warrant(right to buy)	04/18/2012	12/18/2017 ⁽¹⁾	Common Stock, \$0.01 par value	1,193,118	\$ 8	D	Â
Warant (right to buy)	04/18/2012	12/18/2017 ⁽¹⁾	Common Stock, \$0.01 par value	426,666	\$ 8	I	By Marcy Fragrance Trading Co. LLC ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carter Shawn Corey C/O S. CARTER ENTERPRISES, LLC 1411 BROADWAY NEW YORK, NY 10018	Â	Â X	Â	Â

Signatures

Shawn Corey
Carter /s/ 05/01/2012

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- Pursuant to the terms of the warrants, under certain circumstances the expiration date to the warrants may be extended to the forty-fifth
- (1) day following the last day by which a notice of intent to renew a license agreement among the Reporting Person, S. Carter Enterprises, LLC ("SCC") and Artistic Brands Development, LLC ("Artistic Brands") must be delivered by Artistic Brands to SCC.
 - (2) Mr. Carter has sole voting and dispositive power over the warrants held by Marcy Fragrance Trading Co. LLC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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