

Garcia Rene
Form 3
April 30, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Garcia Rene | | (Month/Day/Year) | Perfumania Holdings, Inc. [PERF] | |
| (Last) | (First) | (Middle) | 04/18/2011 | |
| 1600 NW 84TH AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| MIAMI,Â FLÂ 33126 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other | <input type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Member of 10% 13D Group | |

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 <u>(1)</u> <u>(2)</u> | 17,257 | D | Â |
| Common Stock, \$0.01 par value <u>(1)</u> <u>(2)</u> | 1,449,987 | D <u>(3)</u> | Â |
| Common Stock, \$0.01 par value <u>(1)</u> <u>(2)</u> | 101,333 | D <u>(4)</u> | Â |
| Common Stock, \$0.01 par value <u>(1)</u> <u>(2)</u> | 277,847 | D <u>(5)</u> | Â |
| Common Stock, \$0.01 par value <u>(1)</u> <u>(2)</u> | 121,615 | D <u>(6)</u> | Â |
| Common Stock, \$0.01 par value <u>(1)</u> <u>(2)</u> | 121,615 | D <u>(7)</u> | Â |
| Common Stock, \$0.01 par value <u>(1)</u> <u>(2)</u> | 121,615 | D <u>(8)</u> | Â |

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

SEC 1473 (7-02)

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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 Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---------------------------|--|----------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 08/11/2008 | 08/11/2018 | Common Stock, \$0.01 par value | 72,738 | \$ 23.94 | D | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 04/07/2017 ⁽⁹⁾ | Common Stock, \$0.01 par value | 261,332 | \$ 8 | D ⁽⁶⁾ | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 12/18/2017 ⁽⁹⁾ | Common Stock, \$0.01 par value | 170,666 | \$ 8 | D ⁽⁶⁾ | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 04/07/2017 ⁽⁹⁾ | Common Stock, \$0.01 par value | 261,332 | \$ 8 | D ⁽⁷⁾ | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 12/18/2017 ⁽⁹⁾ | Common Stock, \$0.01 par value | 170,666 | \$ 8 | D ⁽⁷⁾ | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 04/07/2017 ⁽⁹⁾ | Common Stock, \$0.01 par value | 261,332 | \$ 8 | D ⁽⁸⁾ | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 12/18/2017 ⁽⁹⁾ | Common Stock, \$0.01 par value | 170,666 | \$ 8 | D ⁽⁸⁾ | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 04/07/2017 ⁽⁹⁾ | Common Stock, \$0.01 par value | 783,996 | \$ 8 | I | By Premier Trust, Inc. |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 12/18/2017 ⁽⁹⁾ | Common Stock, \$0.01 par value | 512,998 | \$ 8 | I | By Premier Trust, Inc. |

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|---|------------|---------------------------|--------------------------------|---------|----------|--------------|------------------------|
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 08/11/2008 | 08/11/2018 | Common Stock, \$0.01 par value | 26,997 | \$ 23.94 | D <u>(6)</u> | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 08/11/2008 | 08/11/2018 | Common Stock, \$0.01 par value | 26,997 | \$ 23.94 | D <u>(7)</u> | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 08/11/2008 | 08/11/2018 | Common Stock, \$0.01 par value | 26,997 | \$ 23.94 | D <u>(8)</u> | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 08/11/2008 | 08/11/2018 | Common Stock, \$0.01 par value | 80,991 | \$ 23.94 | I | By Premier Trust, Inc. |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 04/18/2020 ⁽⁹⁾ | Common Stock, \$0.01 par value | 191,999 | \$ 8 | D <u>(6)</u> | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 04/18/2020 ⁽⁹⁾ | Common Stock, \$0.01 par value | 192,000 | \$ 8 | D <u>(7)</u> | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 04/18/2020 ⁽⁹⁾ | Common Stock, \$0.01 par value | 192,000 | \$ 8 | D <u>(8)</u> | Â |
| Warrant (right to buy) <u>(1)</u> <u>(2)</u> | 04/18/2012 | 04/18/2020 ⁽⁹⁾ | Common Stock, \$0.01 par value | 575,999 | \$ 8 | I | By Premier Trust, Inc. |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------------------|
| | Director | 10% Owner | Officer | Other |
| Garcia Rene 1600 NW 84TH AVENUE MIAMI, FL 33126 | Â | Â X | Â | Member of 10% 13D Group |
| RGarcia Investment Holdings, LLC 1600 NW 84TH AVENUE MIAMI, FL 33126 | Â | Â X | Â | Member of 10% 13D Group |
| JM-CO Capital Fund, LLC | Â | Â X | Â | Member of 10% 13D Group |

1600 NW 84TH AVENUE
MIAMI, FL 33126

Garcia 2012 Family Dynasty Trust #2

| | | | | |
|---------------------|---|-----|---|-------------------------|
| 1600 NW 84TH AVENUE | Â | Â X | Â | Member of 10% 13D Group |
| MIAMI, FL 33126 | | | | |

Jacavi Investments, LLC
1600 NW 84TH AVENUE
MIAMI, FL 33126

| | | | | |
|---------------------|---|-----|---|-------------------------|
| 1600 NW 84TH AVENUE | Â | Â X | Â | Member of 10% 13D Group |
| MIAMI, FL 33126 | | | | |

Aqua Capital Fund, LLC
1600 NW 84TH AVENUE
MIAMI, FL 33126

| | | | | |
|---------------------|---|-----|---|-------------------------|
| 1600 NW 84TH AVENUE | Â | Â X | Â | Member of 10% 13D Group |
| MIAMI, FL 33126 | | | | |

Garcia 2012 Family Dynasty Trust #3

| | | | | |
|---------------------|---|-----|---|-------------------------|
| 1600 NW 84TH AVENUE | Â | Â X | Â | Member of 10% 13D Group |
| MIAMI, FL 33126 | | | | |

Signatures

| | |
|---|------------|
| JM-CO Capital Fund, LLC; By: /S/ Mark F. Coldwell, Attorney-in-Fact for JM-CO Capital Fund, LLC | 04/30/2012 |
|---|------------|

| | |
|---------------------------------|------|
| __Signature of Reporting Person | Date |
|---------------------------------|------|

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|---|------------|
| Aqua Capital Fund, LLC; By: /S/ Mark F. Coldwell, Attorney-in-Fact for Aqua Capital Fund, LLC | 04/30/2012 |
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|---------------------------------|------|
| __Signature of Reporting Person | Date |
|---------------------------------|------|

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|---|------------|
| RGarcia Investment Holdings, LLC; By: /S/ Mark F. Coldwell, Attorney-in-Fact for RGarcia Investment Holdings, LLC | 04/30/2012 |
|---|------------|

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|---------------------------------|------|
| __Signature of Reporting Person | Date |
|---------------------------------|------|

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|---|------------|
| Rene Garcia; By: /S/ Mark F. Coldwell, Attorney-in-Fact for Rene Garcia | 04/30/2012 |
|---|------------|

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|---------------------------------|------|
| __Signature of Reporting Person | Date |
|---------------------------------|------|

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|---|------------|
| Jacavi Investments, LLC; By: /S/ Mark F. Coldwell, Attorney-in-Fact for Jacavi Investments, LLC | 04/30/2012 |
|---|------------|

| | |
|---------------------------------|------|
| __Signature of Reporting Person | Date |
|---------------------------------|------|

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|---|------------|
| Garcia 2012 Family Dynasty Trust # 2; By: /S/ Mark F. Coldwell, Attorney-in-Fact for the Garcia 2012 Family Dynasty Trust # 2 | 04/30/2012 |
|---|------------|

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|---------------------------------|------|
| __Signature of Reporting Person | Date |
|---------------------------------|------|

| | |
|---|------------|
| Garcia 2012 Family Dynasty Trust # 3; By: /S/ Mark F. Coldwell, Attorney-in-Fact for the Garcia 2012 Family Dynasty Trust # 3 | 04/30/2012 |
|---|------------|

| | |
|---------------------------------|------|
| __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).

(1) Each Reporting Person may be deemed to be a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding shares of Common Stock. To enable all of the Reporting Persons to gain access to the Securities and Exchange Commission's electronic filing system (which only accepts a maximum of 10 joint filers per report), this report is the first of two identical reports relating to the same transaction being filed with the Securities and Exchange Commission.

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- (2) Each Reporting Person disclaims beneficial ownership of the shares of Common Stock reported herein except to the extent of its pecuniary interest therein, and this report shall not be deemed to be an admission that any Reporting Person is the beneficial owner of such shares of Common Stock for purposes of Section 16 or for any other purpose.

- (3) Shares owned directly by JM-CO Capital Fund, LLC (JM-CO) and indirectly by Jacqueline Marie Garcia Haley (Haley), as Manager. As members of JM-CO, the Carolina Marie Garcia Pirez 2012 Dynasty Trust (CMGP Trust), the Jacqueline Marie Garcia Haley 2012 Dynasty Trust (JMGH Trust) and the Victor Garcia 2012 Dynasty Trust (VG Trust) may be deemed to be the beneficial owners of the shares held by JM-CO. As the investment adviser of each of CMGP Trust, JMGH Trust and VG Trust, Rene Garcia may be deemed to be the beneficial owner of the shares owned directly by JM-CO. Premier Trust, Inc. (Premier) is the Trustee of each of the reported trusts, Haley is the Successor Trust Protector of the CMGP Trust and Carolina Marie Garcia Pirez (Pirez) is the Successor Trust Protector of the JMGH and VC Trusts. As a result, each of Premier, as trustee of the reported trusts and Haley and Pirez, as Successor Trust Protectors, may be deemed to indirectly beneficially own the shares held directly by JM-CO.

- (4) Shares owned directly by Aqua Capital Fund, LLC (Aqua Capital) and indirectly by Jacavi Investments, LLC, as Manager (Jacavi), and Haley, as Manager of Jacavi. As the members of Aqua Capital, the CMGP Trust, the JMGH Trust and the VG Trust may be deemed to be the beneficial owners of the Shares owned directly by Aqua Capital. As the investment adviser of each of CMGP Trust, JMGH Trust and VG Trust, Rene Garcia may be deemed to be the beneficial owner of the Shares owned directly by Aqua Capital. Premier, as trustee of such trusts, and Haley and Pirez, as Successor Trust Protectors of such trusts may be deemed to be the beneficial owners of the Shares owned directly by Aqua Capital.

- (5) Shares owned directly by RGarcia Investment Holdings, LLC (RGarcia Holdings) and indirectly by Rene Garcia, as Manager. As the members of RGarcia Holdings, each of the Garcia 2012 Family Dynasty Trust #2 and the Garcia 2012 Family Dynasty Trust #3 may be deemed to be the beneficial owners of the Shares owned directly by RGarcia Holdings. As co-trustees of such trusts, each of Pirez, Haley and Victor Garcia may be deemed to indirectly own the shares held directly by RGarcia Holdings.

- (6) These securities are owned directly by the CMGP Trust. As the investment adviser of CMGP Trust, Rene Garcia may be deemed to be the beneficial owner of the securities owned directly by CMGP Trust. As the Trustee of CMGP Trust, Premier Trust may be deemed the beneficial of the securities directly owned by CMGP Trust. As the Successor Trust Protector of CMGP Trust, Ms. Haley may be deemed to be the beneficial owner of the securities owned directly by CMGP Trust.

- (7) These securities are owned directly by the JMGH Trust. As the investment adviser of JMGH trust, Rene Garcia may be deemed to be the beneficial owner of the securities directly owned in the aggregated by JMGH Trust. As the Trustee of JMGH Trust, Premier Trust may be deemed the beneficial of the securities directly owned by JMGH Trust. As the Successor Trust Protector of JMGH Trust, Ms. Pirez may be deemed to be the beneficial owner of the securities directly owned by JMGH Trust.

- (8) These securities are owned directly by the VG Trust. As the investment adviser of VG Trust, Rene Garcia may be deemed to be the beneficial owner of the securities directly owned by VG Trust. As the Trustee of VG Trust, Premier Trust may be deemed the beneficial of the securities directly owned by VG Trust. As the Successor Trust Protector of VG Trust, Ms. Pirez may be deemed to be the beneficial owner of the securities directly owned by VG Trust.

- (9) Pursuant to the terms of the warrants, under certain circumstances the expiration date of the warrants may be accelerated to the fifth anniversary of the date of grant.

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.