

Garcia Rene
Form 4
November 03, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Garcia Rene

2. Issuer Name and Ticker or Trading Symbol
Perfumania Holdings, Inc. [PERF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6900 N.W. 25TH STREET

3. Date of Earliest Transaction
(Month/Day/Year)
08/25/2017

___ Director ___X___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)

Member of 10% 13D Group

(Street)
MIAMI, FL 33122

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock, \$0.01 par value ⁽¹⁾ | 08/25/2017 | | J ⁽²⁾ | 619,751 D \$ 0 | 830,236 | D ⁽³⁾ ⁽⁴⁾ | |

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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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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------------------|
| | Director | 10% Owner | Officer | Other |
| Garcia Rene 6900 N.W. 25TH STREET MIAMI, FL 33122 | | X | | Member of 10% 13D Group |
| JM-CO Capital Fund, LLC 6900 N.W. 25TH STREET MIAMI, FL 33122 | | X | | Member of 10% 13D Group |
| Carolina Marie Garcia Pirez 2012 Dynasty Trust 6900 N.W. 25TH STREET MIAMI, FL 33122 | | X | | Member of 10% 13D Group |
| Jacqueline Marie Garcia Haley 2012 Dynasty Trust 6900 N.W. 25TH STREET MIAMI, FL 33122 | | X | | Member of 10% 13D Group |
| Victor Garcia 2012 Dynasty Trust 6900 N.W. 25TH STREET MIAMI, FL 33122 | | X | | Member of 10% 13D Group |
| Pirez Carolina Marie Garcia 6900 N.W. 25TH STREET MIAMI, FL 33122 | | X | | Member of 10% 13D Group |
| Haley Jacqueline Marie Garcia 6900 N.W. 25TH STREET MIAMI, FL 33122 | | X | | Member of 10% 13D Group |
| Garcia Victor R. 6900 N.W. 25TH STREET MIAMI, FL 33122 | | X | | Member of 10% 13D Group |

Premier Trust, Inc.
6900 N.W. 25TH STREET
MIAMI, FL 33122

X

Member of 10% 13D Group

Signatures

| | |
|---|------------|
| /s/ Mark F. Coldwell, Attorney in Fact for Rene Garcia | 11/03/2017 |
| **Signature of Reporting Person | Date |
| JM-CO Capital Fund, LLC; By: /s/ Mark F. Coldwell, Attorney in Fact for JM-CO Capital Fund, LLC | 11/03/2017 |
| **Signature of Reporting Person | Date |
| Carolina Marie Garcia Pirez 2012 Dynasty Trust; By: /s/ Mark F. Coldwell, Attorney in Fact for The Carolina Marie Garcia Pirez 2012 Dynasty Trust | 11/03/2017 |
| **Signature of Reporting Person | Date |
| Jacqueline Marie Garcia Haley 2012 Dynasty Trust; By: /s/ Mark F. Coldwell, Attorney in Fact for The Jacqueline Marie Garcia Haley 2012 Dynasty Trust | 11/03/2017 |
| **Signature of Reporting Person | Date |
| Victor Garcia 2012 Dynasty Trust; By: /s/ Mark F. Coldwell, Attorney in Fact for The Victor Garcia 2012 Dynasty Trust | 11/03/2017 |
| **Signature of Reporting Person | Date |
| Carolina Marie Garcia Pirez; By: /s/ Mark F. Coldwell, Attorney in Fact for Carolina Marie Garcia Pirez | 11/03/2017 |
| **Signature of Reporting Person | Date |
| Jacqueline Marie Garcia Haley; By: /s/ Mark F. Coldwell, Attorney in Fact for Jacqueline Marie Garcia Haley | 11/03/2017 |
| **Signature of Reporting Person | Date |
| Victor Garcia; By: /s/ Mark F. Coldwell, Attorney in Fact for Victor Garcia | 11/03/2017 |
| **Signature of Reporting Person | Date |
| Premier Trust, Inc.; By: /s/ Mark F. Coldwell, Attorney in Fact for Premier Trust, Inc. | 11/03/2017 |
| **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).

(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. 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.

(2) In order to facilitate the reorganization of the issuer under Chapter 11 of the Bankruptcy Code, the shares (which have no value and will be cancelled for no consideration upon confirmation of the Issuer's Plan of Reorganization) were transferred to a new limited liability company in exchange for membership interests in the limited liability company. Each Reporting Person disclaims beneficial ownership of these securities except to the extent of his, her or its pecuniary interest therein.

(3) These shares are 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

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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. (continued in footnote 4)

- (4) 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.

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.