FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington,	D.C.	20549	

OMB APPROVAL

l	OMB Number: 3	3235-0287
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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	SKIN ENT	ERPRISES, INC	,					est Tra	nsaction (M	lonth/	Day/Year)			Х	below)	-		below)	
(Street) PROVO UT 84601					TREATH STATE TO TABLE 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Stock 098/29/2008 Prior Prior Disposed of (9) Impart, 3 - 4 and Disposed of (9														
(City)	(SI											Person							
1. Title of S	Security (Inst		le I - Noi	2. Trans	action		2A. Dec Execut if any	emed ion Dat	3. Transa	action	4. Securi	ties Acqu	ired (A)	or	5. Amour Securitie Beneficia Owned F	nt of es ally following	Form (D) o	n: Direct r Indirect istr. 4)	of Indirect Beneficial Ownership
									Code	v	Amount	(A) (D)	or Pri	ce	Transact	ion(s)			(Instr. 4)
	Common Sto					-			_		-	-	_		-				
Class A C	Common Sto		Tahle II -				vuritie			lien						667		D	
1. Title of 2. 3. Transaction Security or Exercise (Month/Day/Year) 3A. Deem Execution if any		(e.g., p	4. Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		6. Date Ex	ns, o	onverti	7. Title and Amor of Securities Underlying Derivative Secur		ount 8	3. Price of Derivative Security	derivative Securities Beneficially Owned Following Reported Transaction(s		Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)				Title	or Num of	ber					
Employee Stock Option (right to buy)	\$20.8								(2)		07/13/2009	Commo	n 75,0	000		75,000)	D	
Employee Stock Option (right to buy)	\$8.19								(2)	(02/07/2010	Commo	1 40 0	000		4,000		D	
Employee Stock Option (right to buy)	\$6.56								(2)		08/31/2010	Commo	7,5	00		7,500		D	
Employee Stock Option (right to buy)	\$6.56								(2)		08/31/2010	Commo	5,0	00		5,000		D	
Employee Stock Option (right to buy) ⁽³⁾	\$8.2								(2)		02/28/2011	Commo		000		10,000)	D	
Employee Stock Option (right to buy) ⁽³⁾	\$6.85								(2)		08/31/2011	Commo		000		10,000)	D	
Employee Stock Option (right to buy) ⁽³⁾	\$8.99								(2)		03/01/2012	Class A Common Stock		00		7,500		D	

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. Transa Code (8)		of Deriv	r osed) r. 3, 4	6. Date Exerci Expiration Dat (Month/Day/Ye	е	7. Title an of Securit Underlyin Derivative (Instr. 3 ar	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy) ⁽³⁾	\$12							(2)	09/03/2012	Class A Common Stock	7,500		7,500	D	
Employee Stock Option (right to buy) ⁽³⁾	\$9.04							(2)	03/10/2013	Class A Common Stock	12,500		12,500	D	
Employee Stock Option (right to buy) ⁽³⁾	\$11.5							(2)	09/02/2013	Class A Common Stock	12,500		12,500	D	
Employee Stock Option (right to buy) ⁽³⁾	\$19.15							(2)	02/27/2014	Class A Common Stock	12,500		12,500	D	
Employee Stock Option (right to buy) ⁽³⁾	\$26.13							(2)	09/01/2014	Class A Common Stock	12,500		12,500	D	
Employee Stock Option (right to buy) ⁽³⁾	\$22.33							02/28/2006 ⁽⁴⁾	02/28/2015	Class A Common Stock	12,500		12,500	D	
Employee Stock Option (right to buy) ⁽³⁾	\$21.34							08/31/2006 ⁽⁴⁾	08/31/2015	Class A Common Stocl	12,500		12,500	D	
Employee Stock Option (right to buy) ⁽³⁾	\$17.58							05/26/2007 ⁽⁴⁾	05/26/2013	Class A Common Stock	12,250		12,250	D	
Employee Stock Option (right to buy) ⁽³⁾	\$17.25							09/01/2007 ⁽⁴⁾	09/01/2013	Class A Common Stock	12,250		12,250	D	
Employee Stock Option (right to buy) ⁽³⁾	\$17.75							02/26/2008 ⁽⁴⁾	02/26/2014	Class A Common Stock	12,250		12,250	D	
Employee Stock Option (right to buy) ⁽³⁾	\$16.5							09/04/2008 ⁽⁴⁾	09/04/2014	Class A Common Stock	12,250		12,250	D	
Employee Stock Option (right to buy) ⁽³⁾	\$16.89							02/28/2009 ⁽⁴⁾	02/28/2015	Class A Common Stock	12,250		12,250	D	
Employee Stock Option (right to buy) ⁽³⁾	\$17.03							08/11/2009 ⁽⁴⁾	08/11/2015	Class A Common Stock	12,250		12,250	D	

Explanation of Responses:

- 1. Surrender of shares to satisfy tax withholding obligations upon vesting of restricted stock units.
- 2. Currently exercisable in full.
- 3. Previously reported.
- 4. Becomes exercisable in four equal annual installments beginning on the date indicated.

Remarks:

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.