

Angelo Beth
Form 4
March 06, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Angelo Beth

(Last) (First) (Middle)

C/O BODY CENTRAL
CORP., 6225 POWERS AVENUE

(Street)

JACKSONVILLE, FL 32217

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

BODY CENTRAL CORP [BODY]

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

03/02/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP & Chief Merchandising Ofcr

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	03/02/2012		M		1,649 A \$ 0.98	111,013 ⁽¹⁾	D
Common Stock	03/02/2012		M		7,777 A \$ 3.94	118,790 ⁽¹⁾	D
Common Stock	03/02/2012		S		3,477 ⁽²⁾ D \$ 27.8033 ⁽³⁾	115,313 ⁽¹⁾	D
Common Stock	03/02/2012		S		5,769 ⁽²⁾ D \$ 28.3111 ⁽⁴⁾	109,544 ⁽¹⁾	D

Edgar Filing: Angelo Beth - Form 4

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

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.

SEC 1474
(9-02)

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. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 0.98	03/02/2012		M	1,649	<u>(5)</u> 02/17/2018	Common Stock	1,649
Employee Stock Option (right to buy)	\$ 3.94	03/02/2012		M	7,777	<u>(6)</u> 10/12/2019	Common Stock	7,777

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Angelo Beth C/O BODY CENTRAL CORP. 6225 POWERS AVENUE JACKSONVILLE, FL 32217	X		EVP & Chief Merchandising Ofcr	

Signatures

/s/ Julia B. Davis, Attorney-in-Fact for Beth Angelo
 **Signature of Reporting Person
 Date 03/06/2012

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) Includes 8,435 restricted shares granted pursuant to the Company's Equity Incentive Plan. Shares vest 25% per year beginning on September 16, 2012.

(2) The reported sales were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

(3) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.42 to \$27.99, inclusive. The reporting person undertakes to provide to Body Central Corp., any security holder of Body Central Corp., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

(4) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.00 to \$28.89, inclusive. The reporting person undertakes to provide to Body Central Corp., any security holder of Body Central Corp., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

(5) Twenty-five percent of the shares underlying the option vested on February 7, 2009. The balance of the shares vested in 12 equal quarterly installments.

(6) Twenty-five percent of the shares underlying the option vested on October 12, 2010. The balance of the shares vest in 12 equal quarterly installments.

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.