

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person GREENBERG JEFFREY		2. Issuer Name and Ticker or Trading Symbol SKECHERS USA INC [SKX]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/01/2006		
228 MANHATTAN BEACH BLVD.					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	MANHATTAN BEACH, CA 90266		

Table 1 - 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			
Class A Common Stock								3,799.537 ⁽¹⁾	D	
Class A Common Stock	05/01/2006		C ⁽²⁾		3,000	A	⁽²⁾	3,000	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/01/2006		S		3,000	D	\$ 27.7563	0	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/02/2006		C ⁽²⁾		3,000	A	⁽²⁾	3,000	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/02/2006		S		3,000	D	\$ 27.2911	0	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/03/2006		C ⁽²⁾		3,000	A	⁽²⁾	3,000	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/03/2006		S		3,000	D	\$ 27.5033	0	I	Chloe July Greenberg 2004 Trust
Class A Common Stock	05/01/2006		C ⁽²⁾		10,000	A	⁽²⁾	10,000	I	Jeffrey and Lori Greenberg Family Trust
Class A Common Stock	05/01/2006		S		10,000	D	\$ 27.7563	0	I	Jeffrey and Lori Greenberg Family Trust
Class A Common Stock	05/02/2006		C ⁽²⁾		10,000	A	⁽²⁾	10,000	I	Jeffrey and Lori Greenberg Family Trust
Class A Common Stock	05/02/2006		S		10,000	D	\$ 27.2911	0	I	Jeffrey and Lori Greenberg Family Trust

Class A Common Stock	05/03/2006		C ⁽²⁾		10,000	A	(2)	10,000		I	Jeffrey and Lori Greenberg Family Trust
Class A Common Stock	05/03/2006		S		10,000	D	\$ 27.5033	0		I	Jeffrey and Lori Greenberg Family Trust

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.

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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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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						
Class B Common Stock ⁽³⁾	(4)								(4)	(4)	Class A Common Stock	3,300		3,300	I	Chloe July Greenberg UTMA/CA	
Class B Common Stock ⁽³⁾	(4)	05/01/2006		C			3,000		(4)	(4)	Class A Common Stock	3,000	(4)	58,476	I	Chloe July Greenberg 2004 Trust	
Class B Common Stock ⁽³⁾	(4)	05/02/2006		C			3,000		(4)	(4)	Class A Common Stock	3,000	(4)	55,476	I	Chloe July Greenberg 2004 Trust	
Class B Common Stock ⁽³⁾	(4)	05/03/2006		C			3,000		(4)	(4)	Class A Common Stock	3,000	(4)	52,476	I	Chloe July Greenberg 2004 Trust	
Class B Common Stock ⁽³⁾	(4)	05/01/2006		C			10,000		(4)	(4)	Class A Common Stock	10,000	(4)	792,558	I	Jeffrey and Lori Greenberg Family Trust	
Class B Common Stock ⁽³⁾	(4)	05/02/2006		C			10,000		(4)	(4)	Class A Common Stock	10,000	(4)	782,558	I	Jeffrey and Lori Greenberg Family Trust	
Class B Common Stock ⁽³⁾	(4)	05/03/2006		C			10,000		(4)	(4)	Class A Common Stock	10,000	(4)	772,558	I	Jeffrey and Lori Greenberg Family Trust	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GREENBERG JEFFREY 228 MANHATTAN BEACH BLVD. MANHATTAN BEACH, CA 90266	X			

Signatures

Philip Paccione, Attorney-in-fact	05/03/2006
^{(b)(7)(C)} 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) Includes 474,537 shares acquired under the Issuer's 401(k) Profit Sharing Plan on March 18, 2005.

(2) Each share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock for no additional consideration.

(3) Holders of Class A Common Stock and Class B Common Stock generally have identical rights, except that holders of Class A Common Stock are entitled to one vote per share while holders of Class B Common Stock are entitled to ten votes per share on matters to be voted on by shareholders.

(4) Shares of Class B Common Stock are convertible into Class A Common Stock on a one-for-one basis for no additional consideration at any time, with no expiration date, upon voluntary conversion by the holder of such shares or upon any sale or transfer of such shares with certain exceptions.

Remarks:

Exhibit List

Exhibit 24.1 - Power of Attorney of Jeffrey Greenberg

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of David Weinberg and Philip Paccione, signing singly, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or 10% owner of Skechers U.S.A., Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of Sept., 2002.

/s/ Jeffrey Greenberg
Signature

Jeffrey Greenberg
Print Name