

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

(Print or Type Responses)

Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol
Rebich Erik			05-05-2008	Crocs, Inc. CROX
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check All Applicable)	
6328 MONARCH PARK PLACE,			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	
(Street)			5. If Amendment, Date Original Filed (Month/Day/Year)	
NIWOT, CO 80205			6. Individual or Joint/Group Filing (Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More Than One Reporting Person	

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	165,212	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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 Underlying Securities (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	Number of Shares			
Employee Stock Option (Right to Buy)	#1	01-01-2015	Common Stock	29,124	\$0.85	D	
Employee Stock Option (Right to Buy)	#2	02-06-2016	Common Stock	17,520	\$10.5	D	
Employee Stock Option (Right to Buy)	#3	01-08-2017	Common Stock	29,998	\$22.92	D	
Employee Stock Option (Right to Buy)	#4	01-03-2018	Common Stock	30,000	\$32.75	D	

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rebich Erik 6328 MONARCH PARK PLACE NIWOT CO 80205	.	.	V.P., Gen . Counsel and Sec.	

Explanation of Responses:

- 1 Twenty-five percent (25%) of the option shares vest and become exercisable on January 1, 2006. Thereafter, the remaining options vest and become exercisable in thirty-six (36) successive equal monthly installments upon optionee's completion of each additional month of continuous service with the issuer.
- 2 Twenty-five percent (25%) of the option shares vest and become exercisable on January 1, 2007. Thereafter, the remaining options vest and become exercisable in thirty-six (36) successive equal monthly installments upon optionee's completion of each additional month of continuous service with the issuer.
- 3 Twenty-five percent (25%) of the option shares vest and become exercisable on January 9, 2008. Thereafter, the remaining options vest and become exercisable in thirty-six (36) successive equal monthly installments upon optionee's completion of each additional month of continuous service with the issuer.
- 4 Twenty-five percent (25%) of the option shares vest and become exercisable on January 4, 2009. Thereafter, the remaining options vest and become exercisable in thirty-six (36) successive equal monthly installments upon optionee's completion of each additional month of continuous service with the issuer.

Remarks:

Signatures

/s/ Anne DeMarco, Attorney in Fact / 05-13-2008

** Signature of Reporting Person Date

* 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).

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 f

POWER OF ATTORNEY

I, Erik Rebich, hereby authorize and designate each of Sara Hoverstock, Nathaniel Ford, Jason Day and Anne DeMarco, signing singly, as my true and lawful attorney-in-fact to:

(1) execute for and on my behalf, in my capacity as an officer and/or director of CROCS INC. and its affiliates (the "Company"), the Form ID and Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and the rules and regulations promulgated thereunder;

(2) do and perform any and all acts for and on my behalf which may be necessary or desirable to complete and execute any such Form ID or Form 3, 4 or 5 and timely file such form with the Securities and Exchange Commission, any stock exchange or similar authority, and the National Association of Securities Dealers; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be to my benefit, in my best interest, or legally required of me, it being understood that the statements executed by such attorney-in-fact on my behalf 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.

I hereby further grant 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 I might or could do if personally present, with full power of substitutes 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. I hereby acknowledge that the foregoing attorneys-in-fact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until I am no longer required to file the Form ID or Forms 3, 4 and 5 with respect to my holdings of and transactions in securities issued by the Company, unless earlier revoked by me in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, I have caused this Power of Attorney to be duly executed as of this 7th day of May 2008.

/s/ Erick Rebich

Erik Rebich