#### Edgar Filing: HEYER ANDREW R - Form 3

HEYER ANDREW R

Form 3 June 17, 2009

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

**OMB APPROVAL** 

**OMB** Number:

3235-0104

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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 Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

HEYER ANDREW R

(Last)

(First)

(Middle)

(Zip)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

06/16/2009

JAMBA, INC. [JMBA]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O MISTRAL CAPITAL MANAGEMENT, LLC, 650 FIFTH AVENUE, 31ST FLOOR

(Street)

\_X\_ Director \_X\_ 10% Owner

(Check all applicable)

Officer Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting

\_X\_ Form filed by More than One

Reporting Person

NEW YORK. NYÂ 10019

(City) (State)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form: Direct (D)

or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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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 3. Title and Amount of **Expiration Date** (Month/Day/Year)

Securities Underlying Derivative Security

4. 5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

(Instr. 4)

**Expiration Title** Date Exercisable Date

Amount or Number of Price of Derivative Derivative Security: Security Direct (D)

1

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			Shares		or Indirect (I) (Instr. 5)	
Series B-1 Conv. Preferred Stock, par value  (4) \$0.001/share	<u>)</u> Â (4)	Common Stock, par value \$0.001 per share ("Common Stock")	11,852,400	\$ <u>(4)</u>	I (1)	See footnote (1)
Series B-1 Conv. Preferred Stock, par value  (4) \$0.001/share	<u>^(4)</u>	Common Stock	4,270,200	\$ <u>(4)</u>	I (2)	See footnote (2)
Series B-1 Conv. Preferred Stock, par value  (4) \$0.001/share	(4)	Common Stock	877,400	\$ <u>(4)</u>	I (3)	See footnote (3)

# **Reporting Owners**

Reporting Owner Name / Address		Relationships				
<b></b>	Director 10% Owner Officer		Other			
HEYER ANDREW R C/O MISTRAL CAPITAL MANAGEMENT, LLC 650 FIFTH AVENUE, 31ST FLOOR NEW YORK, NY 10019	ÂX	ÂX	Â	Â		
MISTRAL EQUITY GP LLC 650 FIFTH AVENUE 31ST FLOOR NEW YORK, NY 10019	Â	ÂX	Â	Â		
Mistral Equity Partners LP 650 FIFTH AVENUE 31ST FLOOR NEW YORK, NY 10019	Â	ÂX	Â	Â		

# **Signatures**

/s/ Andrew R. Heyer	06/17/2009	
**Signature of Reporting Person	Date	
/s/ Andrew R. Heyer, as CEO and Managing Director of Mistral Equity GP, LLC	06/17/2009	
**Signature of Reporting Person	Date	
/s/ Andrew R. Heyer, as CEO and Managing Director of Mistral Equity GP, LLC, the general partner of Mistral Equity Partners, LP		
**Signature of Reporting Person	Date	

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## **Explanation of Responses:**

- \* 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).
- (1) See Exhibit 99.1
- (2) See Exhibit 99.1
- (3) See Exhibit 99.1
- (4) See Exhibit 99.1

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.