

BUILD A BEAR WORKSHOP INC
 Form 3
 October 27, 2004

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 Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * CP4 Principals, L.L.C. (Last) (First) (Middle) 7 GREENWICH OFFICE PARK (Street) GREENWICH, CT 06830 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/27/2004	3. Issuer Name and Ticker or Trading Symbol BUILD A BEAR WORKSHOP INC [BBW]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	5. 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
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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)
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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 Expiration Date (Month/Day/Year) Date Exercisable Expiration Date	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title Amount or Number of Shares	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)
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Series A-5 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	410,557	\$ <u>(2)</u>	I	Catterton Partners IV, L.P. <u>(6)</u>
Series B-4 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	475,977	\$ <u>(3)</u>	I	Catterton Partners IV, L.P. <u>(6)</u>
Series D-1 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	696,863	\$ <u>(4)</u>	I	Catterton Partners IV, L.P. <u>(6)</u>
Series D-3 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	29,111	\$ <u>(5)</u>	I	Catterton Partners IV, L.P. <u>(6)</u>
Series A-5 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	143,938	\$ <u>(2)</u>	I	Catterton Partners IV-A, L.P. <u>(6)</u>
Series B-4 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	166,873	\$ <u>(3)</u>	I	Catterton Partners IV-A, L.P. <u>(6)</u>
Series D-1 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	244,314	\$ <u>(4)</u>	I	Catterton Partners IV-A, L.P. <u>(6)</u>
Series D-3 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	10,205	\$ <u>(5)</u>	I	Catterton Partners IV-A, L.P. <u>(6)</u>
Series A-5 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	10,035	\$ <u>(2)</u>	I	Catterton Partners IV-B, L.P. <u>(6)</u>
Series B-4 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	11,634	\$ <u>(3)</u>	I	Catterton Partners IV-B, L.P. <u>(6)</u>
Series D-1 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	17,032	\$ <u>(4)</u>	I	Catterton Partners IV-B, L.P. <u>(6)</u>
Series D-3 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	711	\$ <u>(5)</u>	I	Catterton Partners IV-B, L.P. <u>(6)</u>
Series A-5 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	12,111	\$ <u>(2)</u>	I	Catterton Partners IV Special Purpose, L.P. <u>(6)</u>
Series B-4 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	14,041	\$ <u>(3)</u>	I	Catterton Partners IV Special Purpose, L.P. <u>(6)</u>
Series D-1 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	21,311	\$ <u>(4)</u>	I	Catterton Partners IV Special Purpose, L.P. <u>(6)</u>
Series D-3 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	889	\$ <u>(5)</u>	I	Catterton Partners IV Special Purpose, L.P. <u>(6)</u>
Series A-5 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	346,109	\$ <u>(2)</u>	I	Catterton Partners IV Offshore, L.P. <u>(6)</u>
Series B-4 Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	401,261	\$ <u>(3)</u>	I	Catterton Partners IV Offshore, L.P. <u>(6)</u>

Series D-1 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	587,473	\$ (4)	I	Catterton Partners IV Offshore, L.P. (6)
Series D-3 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	24,541	\$ (5)	I	Catterton Partners IV Offshore, L.P. (6)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CP4 Principals, L.L.C. 7 GREENWICH OFFICE PARK GREENWICH, CT 06830	Â	Â X	Â	Â

Signatures

/s/ John Burtelow, Attorney-in-fact for John R. Scerbo, CFO 10/27/2004

__Signature of Reporting Person

Date

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) Convertible upon demand. All shares of preferred stock will convert automatically upon consummation of the Company's initial public offering.
- (2) 1.303334-to-1.
- (3) 1-to-1.
- (4) 1.200083-to-1.
- (5) 1.183108-to-1.

CP4 Principals, L.L.C. is the Managing Member of Catterton Managing Partner IV, L.L.C. which is the general partner of Catterton Partners IV, L.P., Catterton Partners IV-A, L.P. and Catterton Partners IV-B, L.P. and the managing general partner of Catterton Partners IV Special Purpose, L.P. and Catterton Partners IV Offshore, L.P.

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.