

BUILD A BEAR WORKSHOP INC

Form 3

October 27, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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 *

Barney A. Ebsworth Living
Trust Dated July 23, 1986

(Last) (First) (Middle)

4053 HUNTS POINT ROAD

(Street)

HUNTS POINT, WA 98004

(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)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

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

6. Individual or Joint/Group

Filing(Check Applicable Line)

__X__ Form filed by One Reporting Person

____ 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

84,791

D

A

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)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Series A-1 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	1,483,059	\$ (2)	D	Â
Series A-5 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	164,715	\$ (3)	D	Â
Series B-4 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	190,963	\$ (4)	D	Â
Series C-2 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	911,383	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Barney A. Ebsworth Living Trust Dated July 23, 1986 4053 HUNTS POINT ROAD HUNTS POINT,Â WAÂ 98004	Â	Â X	Â	Â

Signatures

/s/ John Burtelow, Attorney-in-fact for Barney A. Ebsworth,
Trustee

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) 1.30333-to-1.
- (3) 1.30334-to-1.
- (4) 1-to-1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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