

JAMBA, INC.
Form 3
December 01, 2006

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 * | | | 2. Date of Event Requiring Statement (Month/Day/Year) | 3. Issuer Name and Ticker or Trading Symbol | |
| Â TUDOR INVESTMENT CORP ET AL | | | 11/29/2006 | JAMBA, INC. [JMBA] | |
| (Last) | (First) | (Middle) | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ATTN: STEPHEN N. WALDMAN,Â 1275 KING STREET | | | | (Check all applicable) | |
| | (Street) | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input type="checkbox"/> Officer <input type="checkbox"/> Other (specify below) | <input type="checkbox"/> Form filed by One Reporting Person |
| GREENWICH,Â CTÂ 06831-2936 | | | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | | |

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 par value \$0.001 per share | 9,133,703 | I (1) | See Footnotes (1) (9) |
| Common Stock par value \$0.001 per share | 9,958,334 | I (2) | See Footnotes (2) (9) |
| Common Stock par value \$0.001 per share | 9,958,334 | I (3) | See Footnotes (3) (9) |
| Common Stock par value \$0.001 per share | 233,337 (4) | D | Â |

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)

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| 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) | 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 | Amount or Number of Shares | | | |
| Warrants to purchase Common Stock | 12/01/2006 ⁽⁵⁾ | 06/28/2009 | Warrants | 573,245 | \$ 6 | I ⁽⁶⁾ | See Footnotes ⁽⁶⁾ ⁽⁹⁾ |
| Warrants to purchase Common Stock | 12/01/2006 ⁽⁵⁾ | 06/28/2009 | Warrants | 625,000 | \$ 6 | I ⁽⁷⁾ | See Footnotes ⁽⁷⁾ ⁽⁹⁾ |
| Warrants to purchase Common Stock | 12/01/2006 ⁽⁵⁾ | 06/28/2009 | Warrants | 625,000 | \$ 6 | I ⁽⁸⁾ | See Footnotes ⁽⁸⁾ ⁽⁹⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------------------|
| | Director | 10% Owner | Officer | Other |
| TUDOR INVESTMENT CORP ET AL ATTN: STEPHEN N. WALDMAN 1275 KING STREET GREENWICH, CT 06831-2936 | ^ | ^ X | ^ | ^ |
| JONES PAUL TUDOR II C/O TUDOR INVESTMENT CORPORATION 1275 KING STREET GREENWICH, CT 06831-2936 | ^ | ^ | ^ | Chairman of Tudor |
| PALLOTTA JAMES J 50 ROWES WHARF, 6TH FLOOR BOSTON, MA 02110 | ^ | ^ | ^ | Member of Group |

Signatures

| | |
|--|------------|
| Tudor Investment Corporation, by Stephen N. Waldman, Managing Director | 12/01/2006 |
| __Signature of Reporting Person | Date |
| Paul Tudor Jones II | 12/01/2006 |
| __Signature of Reporting Person | Date |
| James J. Pallotta | 12/01/2006 |
| __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) Tudor Investment Corporation ("TIC") is the investment adviser or trading advisor to each of The Tudor BVI Global Portfolio Ltd. ("BVI") and The Raptor Global Portfolio Ltd ("Raptor"), and the General Partner of The Altar Rock Fund L.P. ("Altar Rock"). The shares

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of Common Stock reported herein as indirectly beneficially owned by TIC are directly beneficially owned by BVI (1,535,616 shares), Raptor (7,530,211 shares), and Altar Rock (67,876 shares). Because TIC is the the sole General Partner of Altar Rock, and provides investment-advisory services to BVI and Raptor, TIC may be deemed to beneficially own the shares of Common Stock owned by each of such entities. TIC disclaims beneficial ownership of the securities reported herein as indirectly owned except to the extent of its pecuniary interest in such securities.

The Common Stock (the "Shares") are reported herein as indirectly beneficially owned by Paul Tudor Jones II. The Shares are owned indirectly by TIC (9,133,703 Shares) (see Footnote 1) and directly by Tudor Proprietary Trading, L.L.C. ("TPT") (824,631 Shares).

- (2) Because Mr. Jones is the controlling shareholder of TIC and the indirect controlling equity holder of TPT, Mr. Jones may be deemed to beneficially own the Shares deemed beneficially owned by each of such entities. Mr. Jones expressly disclaims such beneficial ownership.

The Shares are reported herein as indirectly beneficially owned by James J. Pallotta. The Shares are owned indirectly by TIC (9,133,703 Shares) (see Footnote 1) and directly by TPT (see Footnote 2). Because Mr. Pallotta is the portfolio manager of TIC and TPT with respect

- (3) to the Shares and may be deemed to have voting and investment authority with respect to the Shares, Mr. Pallotta may be deemed to beneficially own the Shares deemed beneficially owned by each of such entities. Mr. Pallotta expressly disclaims such beneficial ownership.

- (4) These Shares are directly beneficially owned by James J. Pallotta.

A registration statement has been filed with the Securities and Exchange Commission ("SEC") with respect to the shares issuable upon exercise of the warrants. The warrants will become exercisable immediately upon the declaration of effectiveness by the SEC of such registration statement.

- (6) The warrants to purchase Common Stock (the "Warrants") reported herein as indirectly beneficially owned by TIC are directly beneficially owned by BVI (96,378 Warrants), Raptor (472,607 Warrants), and Altar Rock (4,260 Warrants). Because TIC is the the sole General Partner of Altar Rock, and provides investment-advisory services to BVI and Raptor, TIC may be deemed to beneficially own the Warrants owned by each of such entities. TIC disclaims beneficial ownership of the securities reported herein as indirectly owned except to the extent of its pecuniary interest in such securities.

- (7) The Warrants are reported herein as indirectly beneficially owned by Paul Tudor Jones II. The Warrants are owned indirectly by TIC (573,245 Warrants) (see Footnote 6) and directly by TPT (51,755 Warrants). Because Mr. Jones is the controlling shareholder of TIC and the indirect controlling equity holder of TPT, Mr. Jones may be deemed to beneficially own the Warrants deemed beneficially owned by each of such entities. Mr. Jones expressly disclaims such beneficial ownership.

- (8) The Warrants are reported herein as indirectly beneficially owned by James J. Pallotta. The Warrants are owned indirectly by TIC (573,245 Warrants) (see Footnote 6) and directly by TPT (see Footnote 7). Because Mr. Pallotta is the portfolio manager of TIC and TPT with respect to the Warrants and may be deemed to have voting and investment authority with respect to the Warrants, Mr. Pallotta may be deemed to beneficially own the Warrants deemed beneficially owned by each of such entities. Mr. Pallotta expressly disclaims such beneficial ownership.

- (9) The holdings reported in Tables 1 and 2 include holdings of Units that are comprised of one share of Common Stock and one Warrant exercisable into one share of Common Stock. As a result, the Amount of Securities Beneficially Owned in Table 1 and the Amount of Securities Underlying Derivative Security in Table 2 include 51,755 Units held by TPT, 96,378 Units held by BVI, 4,260 Units held by Altar Rock and 472,607 Units held by Raptor.

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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