

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 *

KCEP VENTURES II LP

(Last) (First) (Middle)

233 WEST 47TH STREET

(Street)

KANSAS CITY, MO 64112

(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

10,352

D K

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

4. Conversion or Exercise Price of Derivative Security

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

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

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				Shares		(I) (Instr. 5)	
Series A-4 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	268,257	\$ (2)	D	Â
Series A-5 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	33,735	\$ (2)	D	Â
Series B-3 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	311,003	\$ (3)	D	Â
Series B-4 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	39,112	\$ (3)	D	Â
Series D-1 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	511,512	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KCEP VENTURES II LP 233 WEST 47TH STREET KANSAS CITY, MO 64112	Â	Â X	Â	Â

Signatures

/s/ John Burtelow, Attorney-in-fact for William Reisler, Managing Partner

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.

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.