

JAMBA, INC.
Form 3/A
December 14, 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 | 3. Issuer Name and Ticker or Trading Symbol | |
| Â BLUE RIDGE LIMITED PARTNERSHIP | | | (Month/Day/Year) | JAMBA, INC. [JMBA] | |
| (Last) | (First) | (Middle) | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 660 MADISON AVENUE,Â 20TH FLOOR | | | | (Check all applicable) | 12/11/2006 |
| (Street) | | | | ___ Director | ___X___ 10% Owner |
| NEW YORK,Â NYÂ 10021 | | | | ___ Officer | ___ Other |
| (City) | (State) | (Zip) | | (give title below) | (specify below) |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | |
| | | | ___ Form filed by One Reporting Person | | |
| | | | _X_ 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, par value \$.001 per share | 2,988,533 | D <u>(1)</u> | Â |
| Common Stock, par value \$.001 per share | 1,834,800 | D <u>(1)</u> | Â |
| Common Stock, par value \$.001 per share | 2,988,533 | I <u>(2)</u> <u>(7)</u> | See Footnotes <u>(2)</u> <u>(7)</u> |
| Common Stock, par value \$.001 per share | 1,834,800 | I <u>(3)</u> <u>(7)</u> | See Footnotes <u>(3)</u> <u>(7)</u> |

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 | 11/29/2006 | 06/28/2009 | Common Stock | 923,200 | \$ 6 | D <u>(4)</u> | Â |
| Warrants to purchase Common Stock | 11/29/2006 | 06/28/2009 | Common Stock | 566,800 | \$ 6 | D <u>(4)</u> | Â |
| Warrants to purchase Common Stock | 11/29/2006 | 06/28/2009 | Common Stock | 923,200 | \$ 6 | I <u>(5)</u> <u>(7)</u> | See Footnotes <u>(5)</u> <u>(7)</u> |
| Warrants to purchase Common Stock | 11/29/2006 | 06/28/2009 | Common Stock | 566,800 | \$ 6 | I <u>(6)</u> <u>(7)</u> | See Footnotes <u>(6)</u> <u>(7)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BLUE RIDGE LIMITED PARTNERSHIP 660 MADISON AVENUE 20TH FLOOR NEW YORK, NY 10021 | Â | Â X | Â | Â |
| Blue Ridge Offshore Master Limited Partnership P.O. BOX 309GT UGLAND HOUSE SOUTH CHURCH STREET, GEORGE TOWN, C I Â | Â | Â X | Â | Â |
| BLUE RIDGE CAPITAL HOLDINGS LLC 660 MADISON AVENUE 20TH FLOOR NEW YORK, NY | Â | Â X | Â | Â |
| Blue Ridge Capital Offshore Holdings LLC 660 MADISON AVENUE 20TH FLOOR NEW YORK, NY | Â | Â X | Â | Â |

Signatures

/s/ Richard S Bello, Managing
Director 12/14/2006

**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).

The shares of the Issuer's Common Stock, par value \$.001 per share (the "Shares") to which this filing relates are directly owned by Blue Ridge Limited Partnership, a New York limited partnership ("BRLP"), as to 2,988,533 Shares, and by Blue Ridge Offshore Master Limited Partnership, a Cayman Islands exempted limited partnership ("BROMLP"), as to 1,834,800 Shares. The holdings of BRLP and

(1) BROMLP and the related transactions are not new and were reported in footnotes (1) and (2) of the Form 3 filed by BRCH and BRCOH (as defined below) on December 11, 2006 (the "Original Form 3"). Such holdings are being reported by BRLP and BROMLP as the direct owners of such securities for clarification purposes and in order to have the securities listed under the owners of record. *See* footnotes (2) and (3) below.

Blue Ridge Capital Holdings LLC, a New York limited liability company ("BRCH") is the general partner of BRLP, and has investment control and the power to direct the affairs of BRLP, including decisions respecting the receipt of dividends from and the proceeds from the sale of Common Stock. For such reason, BRCH may be deemed to beneficially own such securities owned by BRLP for purposes of

(2) Section 16 of the Securities Exchange Act of 1934, as amended ("Section 16"). *See* also footnote (7) below. BRCH is filing this report under different system access codes. The holding of BRCH and the related transaction is not new or revised and Line 3 of Table I is being reported again in order to gain access to the filing system.

Blue Ridge Capital Offshore Holdings LLC, a New York limited liability company ("BRCOH") is the general partner of BROMLP, and has the investment control and the power to direct the affairs of BROMLP including decisions respecting the receipt of dividends from and the proceeds from the sale of Common Stock. For such reason, BRCOH may be deemed to beneficially own such securities owned by

(3) BROMLP for purposes of Section 16. *See* also footnote (7) below. BRCOH is filing this report under different system access codes. The holding of BRCOH and the related transaction is not new or revised and Line 4 of Table I is being reported again in order to gain access to the filing system.

The warrants to purchase Shares (the "Warrants") to which this filing relates are directly owned by BRLP, as to 923,200 Warrants, and by BROMLP, as to 566,800 Warrants. The holdings of BRLP and BROMLP and the related transactions are not new and were reported in

(4) footnotes (4) and (5) of the Original Form 3. Such holdings are being reported by BRLP and BROMLP as the direct owners of such securities for clarification purposes and in order to have the securities listed under the owners of record. *See* footnotes (5) and (6) below.

The Warrants reported herein as indirectly beneficially owned by BRCH are directly owned by BRLP (923,200) (*see* footnote (4)). BRCH is the general partner of BRLP, and has investment control and the power to direct the affairs of BRLP, including decisions respecting the receipt of dividends from and the proceeds from the sale of Common Stock. For such reason, BRCH may be deemed to beneficially own

(5) such securities owned by BRLP for purposes of Section 16. *See* also footnote (7) below. BRCH is filing this report under different system access codes. The holding of BRCH and the related transaction is not new or revised and Line 3 of Table II is being reported again in order to gain access to the filing system.

The Warrants reported herein as indirectly beneficially owned by BRCOH are directly owned by BROMLP (566,800 Warrants) (*see* footnote (4)). BRCOH is the general partner of BROMLP, and has investment control and the power to direct the affairs of BROMLP, including decisions respecting the receipt of dividends from and the proceeds from the sale of Common Stock. For such reason BRCOH

(6) may be deemed to beneficially own such securities owned by BROMLP for purposes of Section 16. *See* also footnote (7) below. BRCOH is filing this report under different system access codes. The holding of BRCOH and the related transaction is not new or revised and Line 4 of Table II is being reported again in order to gain access to the filing system.

Each of BRCH and BRCOH disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein

(7) and this report shall not be deemed an admission that BRCH or BRCOH is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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Remarks:

ExhibitÂ List

ExhibitÂ 99Â --Â JointÂ FilerÂ Information

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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