WORLDVIEW STRATEGIC PARTNERS IV LP
Form 4
November 18, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
WEI JAMES

(Last) (First) (Middle)

2207 BRIDGEPOINTE PARKWAY, SUITE 100

(Street)

SAN MATEO, CA 94404

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
3PAR Inc. [PAR]

3. Date of Earliest Transaction (Month/Day/Year)
11/18/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director
__X__ 10% Owner
_____ Officer (give title below)
_____ Other (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 Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/18/2008		P		34,791	A	$ 6.09 (7)	2,990,673	I	See footnote. (1)
Common Stock	11/18/2008		P		5,652	A	$ 6.09 (8)	485,867	I	See footnote. (2)
Common Stock	11/18/2008		P		257	A	$ 6.08 (9)	22,067	I	See footnote. (3)
Common Stock								3,493,387	I	See footnote.

			(4)
Common Stock	1,069,404	I	See footnote. (5)
Common Stock	148,289	I	See footnote. (6)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEI JAMES 2207 BRIDGEPOINTE PARKWAY SUITE 100 SAN MATEO, CA 94404	X	X		
WORLDVIEW TECHNOLOGY PARTNERS IV LP 2207 BRIDGEPOINTE PARKWAY, SUITE 100 SAN MATEO, CA 94404		X		
WORLDVIEW TECHNOLOGY INTERNATIONAL IV, L.P. 2207 BRIDGEPOINTE PARKWAY, SUITE 100 SAN MATEO, CA 94404		X		

WORLDVIEW STRATEGIC PARTNERS IV LP 2207 BRIDGEPOINTE PARKWAY, SUITE 100 SAN MATEO, CA 94404	X
Orsak Michael 2207 BRIDGEPOINTE PARKWAY SUITE 100 SAN MATEO, CA 94404	X
Tanaka Susumu 16F, SHINJUKU MITSUI #2 BUILDING 3-2-11 NISHI-SHINJUKU SHINJUKU-KU, TOKYO 160-0023, M0	X

Signatures

James Strawbridge, by power of attorney for James Wei	11/18/2008
**Signature of Reporting Person	Date
Worldview Technology Partners IV, L.P., by Worldview Capital IV, L.P., its general partner, by Worldview Equity I, L.L.C., its general partner, by James Strawbridge, by power of attorney for James Wei, a Managing Member	11/18/2008
**Signature of Reporting Person	Date
Worldview Technology International IV, L.P., by Worldview Capital IV, L.P., its general partner, by Worldview Equity I, L.L.C., its general partner, by James Strawbridge, by power of attorney for James Wei, a Managing Member	11/18/2008
**Signature of Reporting Person	Date
Worldview Strategic Partners IV, L.P., by Worldview Capital IV, L.P., its general partner, by Worldview Equity I, L.L.C., its general partner, by James Strawbridge, by power of attorney for James Wei, a Managing Member	11/18/2008
**Signature of Reporting Person	Date
James Strawbridge, by power of attorney for Michael Orsak	11/18/2008
**Signature of Reporting Person	Date
James Strawbridge, by power of attorney for Susumu Tanaka	11/18/2008
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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) Shares are held directly by Worldview Technology Partners IV, L.P. ("WTP IV"). James Wei, a director of the issuer, Michael Orsak and Susumu Tanaka are managing members and have certain voting rights in Worldview Equity I, L.L.C. which is the General Partner of Worldview Capital IV, L.P., which is the General Partner of WTP IV. Each of Messrs. Wei, Orsak and Tanaka may be deemed to have shared voting and dispositive power over the shares which are owned directly by WTP IV, but each disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(2) Shares are held directly by Worldview Technology International IV, L.P. ("WTI IV"). James Wei, a director of the issuer, Michael Orsak and Susumu Tanaka are managing members and have certain voting rights in Worldview Equity I, L.L.C. which is the General Partner of Worldview Capital IV, L.P., which is the General Partner of WTI IV. Each of Messrs. Wei, Orsak and Tanaka may be deemed to have shared voting and dispositive power over the shares which are owned directly by WTI IV, but each disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(3) Shares are held directly by Worldview Strategic Partners IV, L.P. ("WSP IV"). James Wei, a director of the issuer, Michael Orsak and Susumu Tanaka are managing members and have certain voting rights in Worldview Equity I, L.L.C. which is the General Partner of Worldview Capital IV, L.P., which is the General Partner of WSP IV. Each of Messrs. Wei, Orsak and Tanaka may be deemed to have shared voting and dispositive power over the shares which are owned directly by WSP IV, but each disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(4) Shares are held directly by Worldview Technology Partners II, L.P. ("WTP II"). James Wei, a director of the issuer, Michael Orsak and Susumu Tanaka are managing members and have certain voting rights in Worldview Equity I, L.L.C. which is the General Partner of Worldview Capital II, L.P., which is the General Partner of WTP II. Each of Messrs. Wei, Orsak and Tanaka may be deemed to have shared voting and dispositive power over the shares which are owned directly by WTP II, but each disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(5) Shares are held directly by Worldview Technology International II, L.P. ("WTI II"). James Wei, a director of the issuer, Michael Orsak and Susumu Tanaka are managing members and have certain voting rights in Worldview Equity I, L.L.C. which is the General Partner of Worldview Capital II, L.P., which is the General Partner of WTI II. Each of Messrs. Wei, Orsak and Tanaka may be deemed to have shared voting and dispositive power over the shares which are owned directly by WTI II, but each disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(6) Shares are held directly by Worldview Strategic Partners II, L.P. ("WSP II"). James Wei, a director of the issuer, Michael Orsak and Susumu Tanaka are managing members and have certain voting rights in Worldview Equity I, L.L.C. which is the General Partner of Worldview Capital II, L.P., which is the General Partner of WSP II. Each of Messrs. Wei, Orsak and Tanaka may be deemed to have shared voting and dispositive power over the shares which are owned directly by WSP II, but each disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(7) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from $5.95 to $6.25, inclusive. The reporting person undertakes to provide to 3PAR, Inc., any security holder of 3PAR, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (7), (8) and (9) to this Form 4.

(8) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from $5.95 to $6.25, inclusive.

(9) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from $5.95 to $6.25, inclusive.

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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