

BUILD A BEAR WORKSHOP INC
 Form 4
 May 26, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 Gould James M

2. Issuer Name and Ticker or Trading Symbol
 BUILD A BEAR WORKSHOP INC
 [BBW]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 312 WALNUT STREET, SUITE 1151
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/20/2005

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

CINCINNATI, OH 45202

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Ownership (Instr. 4)		
				(A) or (D)	Price				
Common Stock	05/24/2005		J ⁽¹⁾	V	5	A	<u>(2)</u> 261	D	
Common Stock	05/24/2005		J ⁽¹⁾	V	640	A	<u>(2)</u> 3,711	I	Gould Venture Group V, LLC ⁽³⁾
Common Stock	05/24/2005		J ⁽¹⁾	V	70,698	A	<u>(2)</u> 70,698	I	Walnut Investment Holding Co., LLC ⁽³⁾

Common Stock	05/24/2005	J ⁽¹⁾	V	406,833	D	②	0	I	Walnut Investment Partners, L.P.
Common Stock	05/20/2005	J ⁽⁴⁾	V	418,698	D	②	0	I	Walnut Capital Management, LLC ⁽³⁾
Common Stock	05/20/2005	J ⁽⁴⁾	V	40,546	A	②	40,546	I	Gould Venture Group IV, Ltd. ⁽³⁾

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6)
				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
Gould James M 312 WALNUT STREET, SUITE 1151 CINCINNATI, OH 45202		X		

Signatures

/s/ John Burtelow, Attorney-in-fact for James M. Gould
05/26/2005

__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).

Portfolio distribution by Walnut Investment Partners, L.P. of (1) 5 shares to the reporting person, a limited partner, (2) 640 shares to

(1) Gould Venture Group V, LLC, a limited partner, and (3) 70,698 shares to Walnut Investment Holding Co., LLC, the general partner and a limited partner of Walnut Investment Partners, L.P.

(2) Price is not applicable to distributions and acquisitions of portfolio securities.

(3) The reporting person is the Manager of each of these entities.

(4) Distribution by Walnut Capital Management, LLC of 40,546 shares of Gould Venture Group IV, Ltd., a member.

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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