JONES SODA CO Form 4 April 07, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

| 1. Name and Addr<br>CUE JENNIFE | •        | ng Person * | 2. Issuer Name and Ticker or Trading Symbol JONES SODA CO [jsda] | 5. Relationship of Reporting Person(s) to Issuer  |  |  |  |
|---------------------------------|----------|-------------|--|---|--|--|--|
| (Last)                          | (First)  | (Middle)    | 3. Date of Earliest Transaction                                  | (Check all applicable)  |  |  |  |
| 234 NINTH A                     | VE N     |             | (Month/Day/Year)<br>04/05/2006                                   | Director 10% Owner Officer (give titleX Other (specify below) Former COO/CFO & Director |  |  |  |
|                                 | (Street) |             | 4. If Amendment, Date Original Filed(Month/Day/Year)             | 6. Individual or Joint/Group Filing(Check Applicable Line)                              |  |  |  |
| SEATTLE, WA 98109               |          |             |  | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person     |  |  |  |
| (61.                            | (0 )     | (DT: )      |  |   |  |  |  |

|   | (City)                    | (State)   | Zip) Table | e I - Non-D   | erivative S   | ecurit | ties Acq   | uired, Disposed of   | f, or Beneficial  | ly Owned |  |
|---|---------------------------|---|------------|---|---------------|--------|--|--|---|----------|--|
| S | Title of ecurity nstr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) |            | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or |               |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |  |
|   | Common<br>tock            | 04/05/2006  |            | Code V<br>S   | Amount 15,000 | (D)    | Price \$ 8.08  | (Instr. 3 and 4)<br>403,933  | D   |          |  |
| C | Common<br>tock            | 04/07/2006  |            | S   | 42,000        | D      | \$<br>8.36   | 361,933  | D   |          |  |

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 | 2.          | 3. Transaction Date |                    | 4.<br>T    | 5.         | 6. Date Exerc |            | 7. Title  |          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|------------|-----------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber   | Expiration D  | ate        | Amour     | it of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)      | Underl    | ying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |            | Securit   | ies      | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities | 3             |            | (Instr. : | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |            |           |          |             | Follo  |
|             | •           |                     |                    |            | (A) or     |               |            |           |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |            |           |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |            |           |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |            |           |          |             | (===== |
|             |             |                     |                    |            | 4, and 5)  |               |            |           |          |             |        |
|             |             |                     |                    |            | 4, and 3)  |               |            |           |          |             |        |
|             |             |                     |                    |            |            |               |            |           | Amount   |             |        |
|             |             |                     |                    |            |            | D.            | Б          |           | or       |             |        |
|             |             |                     |                    |            |            | Date          | Expiration | Title 1   | Number   |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date       |           | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |            |           | Shares   |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|                                |               |

Director 10% Owner Officer Other

CUE JENNIFER 234 NINTH AVE N SEATTLE, WA 98109

Former COO/CFO &

Director

### **Signatures**

Jennifer Cue 04/07/2006

\*\*Signature of 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).

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.

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