

Lares Adriel G
 Form 4
 July 01, 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 *
 Lares Adriel G

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 C/O 3PAR INC., 4209
 TECHNOLOGY DR.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/01/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, & Chief Financial Officer

FREMONT, CA 94538

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

(City) (State) (Zip)

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)
				(A) or (D)	Price		
Common Stock	07/01/2008	07/01/2008	S ⁽¹⁾	600 D	\$ 7.6	151,460	D
Common Stock	07/01/2008	07/01/2008	S	300 D	\$ 7.61	151,160	D
Common Stock	07/01/2008	07/01/2008	S	400 D	\$ 7.615	150,760	D
Common Stock	07/01/2008	07/01/2008	S	400 D	\$ 7.6225	150,360	D
Common Stock	07/01/2008	07/01/2008	S	200 D	\$ 7.66	150,160	D

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Common Stock	07/01/2008	07/01/2008	S	100	D	\$ 7.77	150,060	D
Common Stock	07/01/2008	07/01/2008	S	100	D	\$ 7.73	149,960	D
Common Stock	07/01/2008	07/01/2008	S	200	D	\$ 7.69	149,760	D
Common Stock	07/01/2008	07/01/2008	S	400	D	\$ 7.67	149,360	D
Common Stock	07/01/2008	07/01/2008	S	300	D	\$ 7.68	149,060	D
Common Stock	07/01/2008	07/01/2008	S	300	D	\$ 7.645	148,760	D
Common Stock	07/01/2008	07/01/2008	S	100	D	\$ 7.635	148,660	D
Common Stock	07/01/2008	07/01/2008	S	100	D	\$ 7.6425	148,560	D
Common Stock	07/01/2008	07/01/2008	S	1,467	D	\$ 7.62	147,093	D
Common Stock	07/01/2008	07/01/2008	S	1,400	D	\$ 7.65	145,693	D
Common Stock	07/01/2008	07/01/2008	S	3,333	D	\$ 7.63	142,360	D
Common Stock	07/01/2008	07/01/2008	S	300	D	\$ 7.64	142,060	D

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.

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(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 Reported Transaction (Instr. 6)
					Code V (A) (D)				
							Title		

Date Exercisable	Expiration Date	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lares Adriel G C/O 3PAR INC. 4209 TECHNOLOGY DR. FREMONT, CA 94538			VP, & Chief Financial Officer	

Signatures

Ricardo E. Velez, Atty-in-Fact for Adriel G. Lares	07/01/2008
<u> </u> **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) All of the sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 28, 2008.

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.