

BOISE INC.  
Form 3  
December 03, 2008

**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 <b>and</b> Ticker or Trading Symbol |  |
| Â Terrapin Partners Venture Partnership                     |                        | (Month/Day/Year)   | BOISE INC. [BZ]                                    |  |
| (Last)  | (First)                | 06/19/2007   |  |  |
| C/O TERRAPIN PARTNERS, LLC,Â 540 MADISON AVENUE, 17TH FLOOR |                        | 4. Relationship of Reporting Person(s) to Issuer           |  | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street)  | (Check all applicable) |  |  |  |
| NEW YORK,Â NYÂ 10022  |                        | ___ Director   | _X_ 10% Owner                                      |  |
| (City)  | (State)                | (Zip)  | ___ Officer  |  |
|   |                        |  | (give title below) (specify below)                 |  |
|   |                        | 6. Individual or Joint/Group Filing(Check Applicable Line) |  |  |
|   |                        | _X_ Form filed by One Reporting Person                     |  |  |
|   |                        | ___ 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                    | 9,913,500 <sup>(1)</sup>                              | D  | Â   |

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)**

| 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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

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| Date Exercisable | Expiration Date | (Instr. 4) | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) |
|------------------|-----------------|------------|----------------------------|------------------------------|---|
|                  |                 | Title      |                            |                              |   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Terrapin Partners Venture Partnership<br>C/O TERRAPIN PARTNERS, LLC<br>540 MADISON AVENUE, 17TH FLOOR<br>NEW YORK, NY 10022 | ^             | ^ X       | ^       | ^     |

## Signatures

/s/ Jason Weiss                      12/03/2008  
 \_\_Signature of                      Date  
 Reporting Person

## 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).
- (1) Jason Weiss and Nathan Leight are the general partners of the Terrapin Partners Venture Partnership, and they and/or their family trusts are the owners of the Terrapin Partners Venture Partnership.

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.