Weirich Daniel Form 3/A June 22, 2006

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement 8X8 INC /DE/ [EGHT] Weirich Daniel (Month/Day/Year) 06/22/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 3151 JAY STREET 06/20/2006 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other (give title below) (specify below) SANTA CLARA, Â CAÂ 95054 Form filed by More than One Acting CFO and VP Operations Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock D Â 50,419 Reminder: Report on a separate line for each class of securities beneficially

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)	ecurity 2. Date Exercisable and Expiration Date (Month/Day/Year)		Securities U	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D) or Indirect	

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	(1)	03/23/2014	Common Stock	50,000	\$ 2.81	D	Â
Employee Stock Option (right to buy)	(2)	04/26/2015	Common Stock	25,000	\$ 1.32	D	Â
Employee Stock Option (right to buy)	(2)	04/18/2016	Common Stock	100,000	\$ 1.59	D	Â
Employee Stock Option (right to buy)	(2)	06/20/2016	Common Stock	200,000	\$ 1.07	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
Transfer of the second	Director	10% Owner	Officer	Other		
Weirich Daniel 3151 JAY STREET SANTA CLARA, CA 95054	Â	Â	Acting CFO and VP Operations	Â		

Signatures

Daniel Weirich 06/22/2006

**Signature of Reporting Person Date

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) The option became exercisable at the rate of 1/4th of the shares on 3/23/2005 and 1/36th of the remaining shares at the end of each full month thereafter.
- (2) The option becomes exercisable at the rate of 1/48th at the end of each full month thereafter.

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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