Harvey Paul L Form 4 February 06, 2009

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per response... 0.5

OMB APPROVAL

3235-0287

January 31,

Form 5 obligations may continue. See Instruction

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

1(b).

Common

Stock

02/05/2009

(Print or Type Responses)

1. Name and A Harvey Pau	Symbol	2. Issuer Name and Ticker or Trading Symbol 3PAR Inc. [PAR]				5. Relationship of Reporting Person(s) to Issuer			
(Last) C/O 3PAR TECHNOL	Middle) 3. Date (Month)	3. Date of Earliest Transaction (Month/Day/Year) 02/03/2009				(Check all applicable) Director 10% Owner X_ Officer (give title Other (specify below) VP, Customer Service			
FREMONT	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative	Secui	rities Acqu	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Common Stock	02/03/2009	02/03/2009	M	5,000	A	\$ 0.46	303,343 (1)	D	
Common Stock	02/03/2009	02/03/2009	S	5,000	D	\$ 8.6765	298,343	D	
Common Stock	02/05/2009	02/05/2009	M	5,000	A	\$ 0.46	303,343	D	

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

S

5,000 D

\$ 8.388 298,343

D

02/05/2009

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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. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	e Expiration Da (Month/Day/Y	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 0.46	02/03/2009	02/03/2009	M	5,00) 05/01/2005	04/01/2015	Common Stock	5,000	
Employee Stock Option (right to buy)	\$ 0.46	02/05/2009	02/05/2009	M	5,00) 05/01/2005	04/01/2015	Common Stock	5,000	

Relationships

Reporting Owners

Reporting Owner Name / Address	Kelutionisinps							
	Director	10% Owner	Officer	Other				
Harvey Paul L C/O 3PAR INC. 4209 TECHNOLOGY DR. FREMONT, CA 94538			VP, Customer Service					
Signatures								
Ricardo E. Velez, Atty-in-Fact for Harvey	02/06/2009							
**Signature of Reporting Perso	n		Date					

Reporting Owners 2

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) Includes 148 shares issued under the PAR employee stock purchase plan in January 2009.

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.