

JAZZ PHARMACEUTICALS INC
 Form 3
 May 31, 2007

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 * THOMA CRESSEY EQUITY PARTNERS INC (Last) (First) (Middle) SEARS TOWER, 92ND FLOOR, 22 SOUTH WACKER DRIVE (Street) CHICAGO, IL 60606 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/31/2007	3. Issuer Name and Ticker or Trading Symbol JAZZ PHARMACEUTICALS INC [JAZZ]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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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)
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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 (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	1,987,942	\$ 0 (1)	I	See footnote (2) (3)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THOMA CRESSEY EQUITY PARTNERS INC SEARS TOWER, 92ND FLOOR 22 SOUTH WACKER DRIVE CHICAGO, IL 60606	Â	Â X	Â	Â
THOMA CRESSEY FUND VII LP SEARS TOWER, 92ND FLOOR 22 SOUTH WACKER DRIVE CHICAGO, IL 60606	Â	Â X	Â	Â
Thoma Cressey Friends Fund VII, L.P. SEARS TOWER, 92ND FLOOR 22 SOUTH WACKER DRIVE CHICAGO, IL 60606	Â	Â X	Â	Â
CRESSEY BRYAN C C/O THOMA CRESSEY BRAVO, SEARS TOWER 92ND FLOOR, 22 SOUTH WALKER DRIVE CHICAGO, IL 60606	Â X	Â	Â	Â

Signatures

/s/ Bryan C. Cressey for THOMA CRESSEY BRAVO, INC.	05/31/2007
__Signature of Reporting Person	Date
/s/ Bryan C. Cressey for THOMA CRESSEY FUND VII, L.P.	05/31/2007
__Signature of Reporting Person	Date
/s/ Bryan C. Cressey for THOMA CRESSEY FRIENDS FUND VII, L.P.	05/31/2007
__Signature of Reporting Person	Date
/s/ Bryan C. Cressey	05/31/2007
__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 Issuer's Preferred Stock will automatically convert into Common Stock on a one-for-one basis upon the closing of the Issuer's initial public offering and has no expiration date.
- (2)

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Consists of 1,957,380 shares held by Thoma Cressey Fund VII, LP and 30,562 shares held by Thoma Cressey Friends Fund VII, LP. Bryan C. Cressey, Orlando Bravo, Lee Mitchell and Carl Thoma are partners of Thoma Cressey Bravo, Inc., which is the general partner of each of Thoma Cressey Fund VII, LP and Thoma Cressey Friends Fund VII, LP., or the Thoma Cressey Funds, and are deemed to have shared voting and investment power over the shares held by the Thoma Cressey Funds. Each of Messrs. Cressey, Bravo, Mitchell and Thoma disclaim beneficial ownership of the shares held by the Thoma Cressey Funds, except to the extent of each of their pecuniary interest therein.

(3) See attached joint filer information.

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Remarks:

ExhibitÂ List:Â Â ExhibitÂ 99Â -Â JointÂ FilerÂ Information.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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