

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-28** | Period of Report: **2011-08-10**  
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(HTML Version on [secdatabase.com](http://secdatabase.com))

### REPORTING OWNER

#### **TOEVS BRENT**

CIK: **1562626**

Type: **4** | Act: **34** | File No.: **000-52161** | Film No.: **13553139**

Mailing Address  
*2764 IRONWOOD CIRCLE  
ERIE CO 80516*

### ISSUER

#### **JAMMIN JAVA CORP.**

CIK: **1334586** | IRS No.: **264204714** | Fiscal Year End: **0131**  
SIC: **2080** Beverages

Mailing Address  
*8200 WILSHIRE BLVD.  
SUITE 200  
BEVERLY HILLS CA 90211*

Business Address  
*8200 WILSHIRE BLVD.  
SUITE 200  
BEVERLY HILLS CA 90211  
323-556-0746*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person <b>TOEVS BRENT</b>			2. Issuer Name and Ticker or Trading Symbol <b>JAMMIN JAVA CORP. [JAMN.OTCQB]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/10/2011</b>					
8200 WILSHIRE BOULEVARD, SUITE 200			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>BEVERLY HILLS, CA 90211</b>								
(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)
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK	01/11/2013		S		26,000	D	\$0.105	192,625	D	
COMMON STOCK	01/15/2013		S		34,000	D	\$0.125	158,625	D	
COMMON STOCK	01/16/2013		S		158,625	D	\$0.141	0	D	
COMMON STOCK	01/17/2013		A		199,141	A	\$0.16 <sup>(1)</sup>	199,141	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
STOCK OPTION	\$0.4	08/10/2011		A		1,000,000		(2)	08/10/2017	COMMON STOCK	1,000,000	(3)	1,000,000	D	
STOCK OPTION	\$0.4	01/17/2013		J <sup>(4)</sup>			666,667	(2)	08/10/2017	COMMON STOCK	666,667	\$ 0	333,333	D	
STOCK OPTION	\$0.16	01/17/2013		A		1,000,000		(5)	01/17/2018	COMMON STOCK	1,000,000	(3)	1,333,333	D	

#### Explanation of Responses:

- On January 17, 2013, the Board of Directors of the Registrant agreed to issue Mr. Toevis an aggregate of 136,641 shares of common stock in consideration for \$21,862.50 owed and which will be owed to Mr. Toevis for services rendered and to be rendered through February 15, 2013 and 62,500 shares of common stock with a total value of \$10,000 as part of a \$25,000 bonus granted to Mr. Toevis for services rendered to the Company during the 2012 calendar year.
- The Options vest annually over a three-year period from the grant date.
- Granted in consideration for services rendered.

4. Effective January 17, 2013, 666,667 of the invested options granted in August 2011 were cancelled and replaced with new options as described in the table above. A total of 333,333 of the options granted in August 2011, which vested as of August 10, 2012, remain outstanding.
5. The Options vest at the rate of 1/12th of such options per calendar quarter beginning March 31, 2013.

**Signatures**

/s/ Brent Toevs

\*\* Signature of Reporting Person

01/28/2013

Date

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

\* 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).

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

**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 Number.**