

| OMB APPROVAL                                 |           |
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   |   |  |
|---|---|--|
| 1. Name and Address of Reporting Person*<br><u>Brentwood-Zumiez Investors, LLC</u><br><br>(Last) (First) (Middle)<br>11150 SANTA MONICA BLVD.<br>SUITE 1200<br><br>(Street)<br>LOS ANGELES CA 90025<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Zumiez Inc [ ZUMZ ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/11/2005            |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |  |

**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                    | 05/11/2005                           |  | s                              |   | 1,285,735   | D          | \$16.74 | 3,010,795 <sup>(1)</sup>  | 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) |   | 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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) |   |  |  |   |  |

1. Name and Address of Reporting Person\*  
Brentwood-Zumiez Investors, LLC  
 (Last) (First) (Middle)  
 11150 SANTA MONICA BLVD.  
 SUITE 1200  
 (Street)  
 LOS ANGELES CA 90025  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BAPE III EXECUTIVE FUND L P  
 (Last) (First) (Middle)  
 11150 SANTA MONICA BLVD.  
 SUITE 1200  
 (Street)  
 LOS ANGELES CA 90025  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BRENTWOOD ASSOCIATES PRIVATE EQUITY III LP  
 (Last) (First) (Middle)

11150 SANTA MONICA BLVD.  
SUITE 1200

(Street)  
LOS ANGELES CA 90025  
(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Brentwood Associates Private Equity III-A, L.P.

(Last) (First) (Middle)  
11150 SANTA MONICA BLVD.  
SUITE 1200  
(Street)  
LOS ANGELES CA 90025  
(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Brentwood Private Equity III, LLC

(Last) (First) (Middle)  
11150 SANTA MONICA BLVD.  
SUITE 1200  
(Street)  
LOS ANGELES CA 90025  
(City) (State) (Zip)

**Explanation of Responses:**

1. Reflects securities held by Brentwood-Zumiez Investors, LLC. Brentwood Private Equity III, LLC is the general partner of Brentwood Associates Private Equity III, L.P., Brentwood Associates Private Equity III-A, L.P. and BAPE III Executive Fund, L.P., which collectively hold all of the membership interests of Brentwood-Zumiez Investors, LLC. BAPE III Executive Fund, L.P., Brentwood Associates Private Equity III, L.P. and Brentwood Associates Private Equity III-A, L.P. disclaim beneficial ownership of these securities, except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that such reporting persons are the beneficial owners of the securities for Section 16 purposes of for any other purpose.

|  |                   |
|--|-------------------|
| <u>William M. Barnum, Jr.,<br/>authorized representative</u> | <u>05/11/2005</u> |
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\*\* Signature of Reporting Person      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.