

CEVA INC  
Form SC 13G/A  
February 09, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

**CEVA, INC.**

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(Name of Issuer)

**COMMON STOCK**

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(Title of Class of Securities)

**157210105**

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(CUSIP Number)

**December 31, 2010**

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(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Instructions).

CUSIP No.: 157210105

1                      NAME OF REPORTING PERSON  
                            WHITMAN CAPITAL, LLC  
                            WHITMAN PARTNERS, L.P.  
                            DOUGLAS F. WHITMAN

I.R.S. IDENTIFICATION NO. OF  
ABOVE PERSON (ENTITIES ONLY)  
WHITMAN CAPITAL, LLC  
94-3350025  
WHITMAN PARTNERS, L.P.  
94-3204860

2 CHECK THE APPROPRIATE BOX IF  
A MEMBER OF A GROUP  
(a)    
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
USA

|  |   |                                  |
|--|---|----------------------------------|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING<br>PERSON WITH | 5 | SOLE VOTING POWER<br>996005      |
|  | 6 | SHARED VOTING POWER<br>0         |
|  | 7 | SOLE DISPOSITIVE POWER<br>996005 |
|  | 8 | SHARED DISPOSITIVE POWER<br>0    |

9 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON  
996005

10 CHECK BOX IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (9)  
4.3%

12 TYPE OF REPORTING PERSON  
WHITMAN CAPITAL, LLC - IA  
WHITMAN PARTNERS, L.P. - PN  
DOUGLAS F. WHITMAN - IN

CUSIP No.: 157210105

ITEM 1(a).

SCHEDULE 13G

NAME OF  
ISSUER:

CEVA, INC.

ADDRESS OF  
ISSUER'S

ITEM 1(b). PRINCIPAL  
EXECUTIVE  
OFFICES:

1943 Landings  
Drive / Mountain  
View, CA 94043

ITEM 2(a). NAME OF  
PERSON  
FILING:

WHITMAN  
CAPITAL, LLC  
WHITMAN  
PARTNERS, L.P.  
DOUGLAS F.  
WHITMAN

ITEM 2(b). ADDRESS OF  
PRINCIPAL  
BUSINESS  
OFFICE OR, IF  
NONE,  
RESIDENCE:

525  
MIDDLEFIELD  
ROAD, SUITE  
210, MENLO  
PARK, CA 94025

ITEM 2(c). CITIZENSHIP:  
USA

ITEM 2(d). TITLE OF  
CLASS OF  
SECURITIES:

COMMON  
STOCK

ITEM 2(e). CUSIP  
NUMBER:

157210105

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-1(b), or 13d-2(b) or (c) CHECK  
WHETHER THE PERSON FILING IS A:

(a)  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);

(b)  Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);

- (c)  Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8);
- (e)  An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with 240.13d1(b)(1)(ii)(J), please specify the type of institution:

ITEM  
4.

OWNERSHIP:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

996005

(b) Percent of class:

4.3

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

996005

(ii) Shared power to vote or to direct the vote:

0

(iii) Sole power to dispose or to direct the disposition of:

996005

(iv) Shared power to dispose or to direct the disposition of:

0

ITEM 5. OWNERSHIP OF  
FIVE PERCENT OR  
LESS OF A CLASS:

If this statement is  
being filed to report  
the fact that as of the  
date hereof the  
reporting person has  
ceased to be the  
beneficial owner of  
more than five

percent of the class of securities, check the following [X].

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

ITEM 9. NOTICE OF DISSOLUTION OF GROUP:

ITEM 10. CERTIFICATION:

## **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 25, 2011

Date

WHITMAN CAPITAL, LLC  
WHITMAN PARTNERS, L.P.  
DOUGLAS F. WHITMAN  
/s/ DOUGLAS F. WHITMAN

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Signature  
DOUGLAS F. WHITMAN, MEMBER

SIGNATURE

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Name/Title

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).