

Weiss Jason
 Form 4
 November 23, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
 Weiss Jason

(Last) (First) (Middle)

TERRAPIN PALISADES
 VENTURES, LLC, 1001 RIVAS
 CANYON ROAD

(Street)

PACIFIC PALISADES, CA 90272

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 BOISE INC. [BZ]

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/23/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					268,658 ⁽¹⁾	D	
Common Stock	08/21/2009		G	V	100,000	D	\$ 0
					2,042,366	I	Held by the Jason G. Weiss Revocable Trust ⁽²⁾
Common Stock	08/24/2009		G	V	100,000	D	\$ 0
					1,942,366	I	Held by the Jason G. Weiss Revocable

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Common Stock	09/14/2009		G	V	50,000	D	\$ 0	1,892,366	I	Trust ⁽²⁾ Held by the Jason G. Weiss Revocable Trust ⁽²⁾
Common Stock	11/23/2009		S		666,667	D	\$ 4.85 <u>(3)</u>	1,225,699	I	Held by the Jason G. Weiss Revocable Trust ⁽²⁾
Common Stock	11/23/2009		S		1,333,333	D	\$ 4.85 <u>(3)</u>	1,490,733	I	Held by the Weiss Family Trust ⁽⁴⁾

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

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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. Code (Instr. 8)	5. Transaction 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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrants ⁽⁵⁾	\$ 7.5					06/19/2008	06/18/2011	Common Stock	1,500,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Weiss Jason
TERRAPIN PALISADES VENTURES, LLC X
1001 RIVAS CANYON ROAD
PACIFIC PALISADES, CA 90272

Signatures

/s/ Karen Gowland, Attorney-in-Fact for Jason G. Weiss 11/23/2009

__Signature of Reporting Person

Date

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) Mr. Weiss's 268,658 shares include his 2008 time-vesting restricted stock award of 36,100 shares, which vested on March 2, 2009; and his 2009 time-vesting restricted stock award of 232,558 shares, which will vest on March 15, 2010.
- (2) Mr. Weiss serves as the trustee of the Jason G. Weiss Revocable Trust.

This transaction was carried out pursuant to a firm underwritten transaction described in a Prospectus Supplement filed by Boise Inc. with the Securities and Exchange Commission on November 18, 2009, and the related Registration Statement on Form S-3 filed by Boise Inc. on March 12, 2009 (File No. 333-157881). Mr. Weiss's underwriting fees were paid by Boise Cascade Holdings, L.L.C.

- (4) Mr. Murray Sprung serves as the trustee of the Weiss Family Trust.
- (5) Each warrant entitles Mr. Weiss the right to purchase one share of Boise Inc. common stock.

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.