Abal Nelson H Form 3 April 28, 2006

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement SBE INC [SBEI] Abal Nelson H (Month/Day/Year) 04/28/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 4000 EXECUTIVE PARKWAY, (Check all applicable) **SUITE 200** (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer _ Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting VP, Sales Person SAN RAMON, CAÂ 94583 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â SBE Common Stock 1,307 D SBE Common Stock $12,000 \frac{(1)}{}$ D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. 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 control number.

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 | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial Ownership |
|--|---|--|------------------|-----------------|---|
| | (Month/Day/Year) | Derivative Security | or Exercise | Form of | (Instr. 5) |
| | | (Instr. 4) | Price of | Derivative | |

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|-------------------|---------------------|--------------------|-------------------------|----------------------------------|------------------------|---|---|
| SBE Stock Options | 09/29/2004 | 09/29/2011 | SBE Stock Options | 20,000 | \$ 3.1 | D | Â |
| SBE Stock Options | 02/09/2006 | 02/09/2012 | SBE Stock Options | 40,000 | \$ 2.9 | D | Â |
| SBE Stock Options | 10/17/2006 | 10/17/2012 | SBE Stock Options | 30,000 | \$ 2.76 | D | Â |
| SBE Stock Options | 03/21/2007 | 03/21/2013 | SBE Stock Options | 20,000 | \$ 1 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|---|---------------|-----------|-----------|-------|--|
| copyrous o when I wante / I wante out | Director | 10% Owner | Officer | Other | |
| Abal Nelson H 4000 EXECUTIVE PARKWAY, SUITE 200 SAN RAMON, CA 94583 | Â | Â | VP, Sales | Â | |

Signatures

Reporting Person

David W
Brunton

**Signature of 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) Restricted stock gramnted with 25% vesting on April 17, 2007 and monthly thereafter for the following 6 months

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.

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