

CENTRA SOFTWARE INC

Form 3

October 29, 2004

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

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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 Person \*

Â Deise Martin Van

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

10/21/2004

3. Issuer Name and Ticker or Trading Symbol  
CENTRA SOFTWARE INC [CTRA]

4. Relationship of Reporting Person(s) to Issuer

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

CENTRA SOFTWARE  
INC,Â 430 BEDFORD STREET

(Street)

(Check all applicable)

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

SVP, PROFESSIONAL  
SERVICES

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

LEXINGTON,Â MAÂ 02420

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
 Form:  
 Direct (D)  
 or Indirect  
 (I)  
 (Instr. 5)

4. Nature of Indirect Beneficial  
 Ownership  
 (Instr. 5)

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

SEC 1473 (7-02)

**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  
(Month/Day/Year)Date  
ExercisableExpiration  
Date3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title

Amount or  
Number of  
Shares4. Conversion  
or Exercise  
Price of  
Derivative  
Security

5. Ownership  
 Form of  
 Derivative  
 Security:  
 Direct (D)  
 or Indirect  
 (I)

6. Nature of Indirect  
 Beneficial  
 Ownership  
 (Instr. 5)

(Instr. 5)

EMPLOYEE STOCK OPTION (RIGHT TO BUY)	Â (1)	10/07/2014	COMMON STOCK	200,000	\$ 1.48	D	Â
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Deise Martin Van CENTRA SOFTWARE INC 430 BEDFORD STREET LEXINGTON, MA 02420	Â	Â	Â SVP, PROFESSIONAL SERVICES	Â

## Signatures

MARTIN V DEISE BY STEPHEN A JOHNSON AS ATTORNEY IN FACT	10/29/2004
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\_\_Signature of Reporting Person

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) OPTIONS VEST AS FOLLOWS: 50,000 SHARES VEST ON OCTOBER 01, 2005, AND 6.25% SHALL VEST IN EQUAL QUARTERLY INSTALLMENTS THEREAFTER BEGINNING ON JANUARY 01, 2006 AND ENDING ON OCTOBER 01, 2008.

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