

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 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>LEONE DOUGLAS M</u>  (Last) (First) (Middle) 3000 SAND HILL ROAD, 4-250  (Street) MENLO CA 94025 PARK  (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> 03/28/2012	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>CAFEPRESS INC. [ PRSS ]</u>	
		<b>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b> <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	<b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**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)
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**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)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	398,095	(1)	I	See footnote <sup>(2)</sup>
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	1,272,726	(1)	I	See footnote <sup>(3)</sup>
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	138,463	(1)	I	See footnote <sup>(4)</sup>
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	40,203	(1)	I	See footnote <sup>(5)</sup>
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	16,587	(1)	I	See footnote <sup>(6)</sup>
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	912,304	(1)	I	See footnote <sup>(7)</sup>
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	124,405	(1)	I	See footnote <sup>(8)</sup>

**Explanation of Responses:**

- Each share of Issuer's Convertible Preferred Stock will be automatically converted into one share of Issuer's Common Stock upon the closing of a firm commitment underwritten public offering pursuant to an effective registration statement of its Common Stock under Section 12(b) of the Securities and Exchange Act of 1934, as amended.
- Shares held of record by Sequoia Capital IX, LP ("SC IX"). The Reporting Person is a Managing Member of SC IX.I Management, LLC ("SC IX.I Management"), the general partner of SC IX, and may be deemed to share voting and dispositive power with respect to the shares held by SC IX. The Reporting Person disclaims beneficial ownership of the securities held by SC IX except to the extent of his pecuniary interest therein.
- Shares held of record by Sequoia Capital XI, LP ("SC XI"). The Reporting Person is a Managing Member of SC XI Management, LLC ("SC XI Management"), the general partner of SC XI, and may be deemed to share voting and dispositive power with respect to the shares held by SC XI. The Reporting Person disclaims beneficial ownership of the securities held by SC XI except to the extent of his pecuniary interest therein.
- Shares held of record by Sequoia Capital XI Principals Fund, LLC ("SC XI PF"). The Reporting Person is a Managing Member of SC XI LLC, the managing member of SC XI PF, and may be deemed to share voting and dispositive power with respect to the shares held by SC XI PF. The Reporting Person disclaims beneficial ownership of the securities held by SC XI PF except to the extent of his pecuniary interest therein.
- Shares held of record by Sequoia Technology Partners XI, LP ("STP XI"). The Reporting Person is a Managing Member of SC XI LLC, the general partner of STP XI, and may be deemed to share voting and dispositive power with respect to the shares held by STP XI. The Reporting Person disclaims beneficial ownership of the securities held by STP XI except to the extent of his pecuniary interest therein.
- Shares held of record by Sequoia Capital Entrepreneurs Annex Fund, L.P. ("SC Annex"). The Reporting Person is a Managing Member of SC IX.I Management, the general partner of SC Annex, and may be deemed to share voting and dispositive power with respect to the shares held by SC Annex. The Reporting Person disclaims beneficial ownership of the securities held by SC Annex except to the extent of his pecuniary interest therein.
- Shares held of record by Sequoia Capital Franchise Fund L.P. ("SCFF"). The Reporting Person is a Managing Member of SCFF Management, LLC ("SCFF Management"), the general partner of SCFF, and may be deemed to share voting and dispositive power with respect to the shares held by SCFF. The Reporting Person disclaims beneficial ownership of the securities held by SCFF except to the extent of his pecuniary interest therein.
- Shares held of record by Sequoia Capital Franchise Partners L.P. ("SCFP"). The Reporting Person is a Managing Member of SCFF Management, the general partner of SCFP, and may be deemed to share voting and dispositive power with respect to the shares held by SCFP. The Reporting Person disclaims beneficial ownership of the securities held by SCFP except to the extent of his pecuniary interest therein.

**Remarks:**

Exhibit List Exhibit 24 - Power of Attorney

/s/ Melinda Dunn, Attorney-  
in-Fact      03/28/2012

\*\* 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 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).

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.**

LIMITED POWER OF ATTORNEY  
FOR  
SECTION 16(a) FILINGS

Know all by these presents, that the undersigned hereby constitutes and appoints Melinda Dunn the undersigned's true and lawful attorney-in-fact to:

- (1) Execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or stockholder of any corporation or other person in which an investment fund affiliated with Sequoia Capital Operations, LLC makes an investment (each, a "Company"), Forms 3, 4, and 5 and amendments thereto in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or amendment thereto and timely file such form with the United States Securities and Exchange Commission (the "SEC") and any stock exchange or similar authority; and
- (3) Take any other action of any type whatsoever which, in the opinion of such attorney-in-fact, may be necessary or desirable in connection with the foregoing authority, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is any Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to any Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact. This Limited Power of Attorney may be filed with the SEC as a confirming statement of the authority granted herein.

IN WITNESS WHEREOF, the undersigned has caused this Limited Power of Attorney to be executed as of this 21st day of August, 2009.

/s/ Douglas Leone

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Name: Douglas Leone