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GREATER BAY BANCORP

Form 3

September 12, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

Common Stock

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement GREATER BAY BANCORP [GBBK] Gula Allen J (Month/Day/Year) 09/11/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1900 UNIVERSITY AVENUE, (Check all applicable) **6TH FLOOR** (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 **EVP & CIO** Person **EAST PALO** Form filed by More than One ALTO. CAÂ 94303 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5)

5,000 (3)

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

SEC 1473 (7-02)

D

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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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)
	Date Exercisable	Title	Derivative	Security:	
			Security	Direct (D)	

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Expiration Amount or or Indirect Date Number of (I) (Instr. 5) Shares Non-Qualitied Stock Common 07/17/2007(2) 07/17/2013 Â 20,000 \$ 0 (1) D Option (right to buy) Stock

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Gula Allen J

1900 UNIVERSITY AVENUE, 6TH FLOOR Â Â Â EVP & CIO Â

EAST PALO ALTO, CAÂ 94303

Signatures

/s/ Allen J. Gula,
Jr.

**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) Option granted under Issuer's Omnibus Equity Incentive Plan.
- (2) 20% vesting on each anniversary of grant date.
- (3) Restricted shares granted under the Issuer's Omnibus Equity Incentive Plan. Restrictions will lapse on June 20, 2009.

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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