JETBLUE AIRWAYS CORP

Form 4

December 10, 2004

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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obligations

may continue.

See Instruction

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

Symbol

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **QUANTUM INDUSTRIAL** PARTNERS LDC ET AL

5. Relationship of Reporting Person(s) to Issuer

JETBLUE AIRWAYS CORP [JBLU]

2. Issuer Name and Ticker or Trading

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year) 12/08/2004

Director Officer (give title below)

X__ 10% Owner _ Other (specify

KAYA FLAMBOYAN 9, WILLEMSTAD, CURACAO

(Street)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

Form filed by One Reporting Person _X_ Form filed by More than One Reporting

Person

NETHERLANDS ANTILLES,

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	omr Dispos	ities Acquired (A) osed of (D) , 4 and 5) (A) or t (D) Price		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 Beneficial Ownership (Instr. 4)
Common Stock	12/08/2004		S	1,601	D D	\$ 24.18	11,678,624 (1)	D	
Common Stock	12/08/2004		S	534	D	\$ 24.19	11,678,090 (1)	D	
Common Stock	12/08/2004		S	22,540	D	\$ 24.2	11,655,550 (1)	D	
Common Stock	12/08/2004		S	3,868	D	\$ 24.2005	11,654,682 (1)	D	
Common Stock	12/08/2004		S	1,067	D	\$ 24.2069	11,650,615 (1)	D	

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Common Stock	12/08/2004	S	800	D	\$ 24.21	11,649,815 (1)	D
Common Stock	12/08/2004	S	1,086	D	\$ 24.2132	11,648,729 (1)	D
Common Stock	12/08/2004	S	2,201	D	\$ 24.22	11,646,528 (1)	D
Common Stock	12/08/2004	S	125	D	\$ 24.23	11,646,403 (1)	D
Common Stock	12/08/2004	S	1,200	D	\$ 24.27	11,645,203 (1)	D
Common Stock	12/08/2004	S	1,934	D	\$ 24.3117	11,643,269 (1)	D

Reminder: Report on a separate line for each class of securities beneficially 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.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Tit	le and	8. Price of	Ç
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	ınt of	Derivative	I
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	J
	Derivative				Securities			(Instr	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
							Date		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
QUANTUM INDUSTRIAL PARTNERS LDC ET AL KAYA FLAMBOYAN 9 WILLEMSTAD, CURACAO NETHERLANDS ANTILLES		X					
		Y					

Reporting Owners 2

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X

X

QIH MANAGEMENT INVESTOR LP 888 SEVENTH AVENUE 33RD FLOOR NEW YORK, NY 10106

QIH MANAGEMENT LLC 888 SEVENTH AVENUE

33RD FLOOR NEW YORK, NY 10106

SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE 33RD FLOOR NEW YORK, NY 10106

0106

Signatures

John F. Brown, as Attorney-in-Fact for Quantum Industrial Partners LDC

12/10/2004

**Signature of Reporting Person

Date

John F. Brown, as Assistant General Counsel of Soros Fund Management LLC, which is the Managing Member of QIH Management LLC, which is the General Partner of QIH Management Investor, L.P.

12/10/2004

**Signature of Reporting Person

Date

John F. Brown, as Assistant General Counsel of Soros Fund Management LLC, which is the Managing Member of QIH Management LLC

12/10/2004

**Signature of Reporting Person

Date

John F. Brown, as Assistant General Counsel of Soros Fund Management LLC

12/10/2004

**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).

Quantum Industrial Partners LDC is an exempted limited duration company formed under the laws of the Cayman Islands ("QIP"). QIH Management Investor, L.P., an investment advisory firm organized as a Delaware limited partnership ("QIHMI"), is a minority

(1) shareholder of, and is vested with investment discretion with respect to portfolio assets held for the account of, QIP. The sole general partner of QIHMI is QIH Management LLC, a Delaware limited liability company ("QIH Management"). Soros Fund Management LLC, a Delaware limited liability company ("SFM"), is the sole managing member of QIH Management.

Remarks:

The filing of this statement shall not be deemed an admission that any of the Reporting Persons is the beneficial owner of any 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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