

ALICO INC
Form 4
May 09, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
ATLANTIC BLUE TRUST INC

2. Issuer Name and Ticker or Trading Symbol
ALICO INC [ALCO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
PO BOX 1318

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2006

____ Director
____ Officer (give title below) Other (specify below)

Beneficial Owner

(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
 Form filed by More than One Reporting Person

LAKE WALES, FL 33859

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Alico, Inc. Common Stock Par Value \$1 per Share | 05/09/2006 | | P | 36 A \$ 55.62 | 3,644,842 | I | By Alico Holding, LLC |
| Alico, Inc. Common Stock Par Value \$1 per Share | 05/09/2006 | | P | 100 A \$ 55.65 | 3,644,942 | I | By Alico Holding, LLC |
| Alico, Inc. Common | 05/09/2006 | | P | 100 A \$ 56.2 | 3,645,042 | I | By Alico Holding, |

| | | | | | | | | | |
|--|------------|---|-----|---|----------|-----------|---|--|-----------------------|
| Stock Par Value \$1 per Share | | | | | | | | | LLC |
| Alico, Inc. Common Stock Par Value \$1 per Share | 05/09/2006 | P | 150 | A | \$ 56.24 | 3,645,192 | I | | By Alico Holding, LLC |
| Alico, Inc. Common Stock Par Value \$1 per Share | 05/09/2006 | P | 600 | A | \$ 56.4 | 3,645,792 | I | | By Alico Holding, LLC |
| Alico Inc. Common Stock Par Value \$1 per Share | 05/09/2006 | P | 402 | A | \$ 56.44 | 3,646,194 | I | | By Alico Holding, LLC |
| Alico, Inc. Common Stock Par Value \$1 per Share | 05/09/2006 | P | 400 | A | \$ 56.45 | 3,646,594 | I | | By Alico Holding, LLC |
| Alico, Inc. Common Stock Par Value \$1 per Share | 05/09/2006 | P | 477 | A | \$ 56.65 | 3,647,071 | I | | By Alico Holding, LLC |

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.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

| | | | | | | | | |
|------|---|-----|-----|--|---------------------|--------------------|-------|--|
| | | | | | | | | Amount or Number of Shares |
| | | | | | Date Exercisable | Expiration Date | Title | |
| Code | V | (A) | (D) | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|------------------|
| | Director | 10% Owner | Officer | Other |
| ATLANTIC BLUE TRUST INC PO BOX 1318 LAKE WALES, FL 33859 | | | | Beneficial Owner |

Signatures

| | |
|--------------------------------------|------------|
| Yvonne Bunce, Corporate Secretary | 05/09/2006 |
| **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).

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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