INVITROGEN CORP

Form 4/A

December 04, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

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Check this box

Form 5 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

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * THOMPSON JOHN D			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
			INVITROGEN CORP [IVGN]			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	Director 10% Owner		
1600 FARADAY AVENUE			07/10/2007	X Officer (give title Other (specification) below) SVP, Corporate Development		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year) 09/07/2007	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
CARLSBAD, CA 92008						
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owner		

• • • • • • • • • • • • • • • • • • • •	, , ,	1 abic	: 1 - Non-De	erivative S	ecuriu	ies Acq	luirea, Disposea (n, or Beneficial	ly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Acc	quired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of			of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code (D)				Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	and 5	i)	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					()		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	09/05/2007	09/05/2007	S	27,813 (1)	D	\$ 80	6,617	D	

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

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

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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. Transaci Code (Instr. 8			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secur (Instr. 3 and 4)	
				Code '	V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Incentive Stock Option	\$ 45.64	09/05/2007	09/05/2007	M	V	625 (2)	02/28/2003	02/28/2012	Common Stock	(
Non-Qualified Stock Option	\$ 45.64	09/05/2007	09/05/2007	M	V	1,875 (3)	11/30/2003	02/28/2012	Common Stock	1.
Non-Qualified Stock Option	\$ 34.51	09/05/2007	09/05/2007	M	V	25,313 (4)	09/06/2006	09/06/2012	Common Stock	25

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	

THOMPSON JOHN D 1600 FARADAY AVENUE CARLSBAD, CA 92008

SVP, Corporate Development

Signatures

/s/ Joseph W. Secondine, Jr. POA

09/07/2007

**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).
- (1) Shares sold pursuant to a 10b5-1 trading plan.
- (2) Exercised and sold from grant # 4412.
- (3) Exercised and sold from grant # 4413.
- (4) Exercised and sold from grant # 5060.

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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