

BULKLEY BENJAMIN
Form 4
February 16, 2007

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 *
BULKLEY BENJAMIN

2. Issuer Name and Ticker or Trading Symbol
INVITROGEN CORP [IVGN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1600 FARADAY AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP Global Commercial Ops

CARLSBAD, CA 92008

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	02/14/2007		M		5,323	A	\$ 61.05 (1)
Common Stock	02/14/2007		S		5,323	D	\$ 66.1303 (1)
Common Stock	02/14/2007		M		45,000	A	\$ 61.05 (1)
Common Stock	02/14/2007		S		45,000	D	\$ 66.1303 (1)
	02/14/2007		M		30,926	A	

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Common Stock						\$ 61.05 <u>(1)</u>		
Common Stock	02/14/2007	S	30,926	D		\$ <u>(1)</u>	66.2002	20,224 D
Common Stock	02/14/2007	M	7,500	A		\$ 65.38 <u>(1)</u>		27,724 D
Common Stock	02/14/2007	S	7,500	D		\$ <u>(1)</u>	66.2002	20,224 D
Common Stock	02/14/2007	M	6,500	A		\$ 62.51 <u>(1)</u>		26,724 D
Common Stock	02/14/2007	S	6,500	D		\$ <u>(1)</u>	66.2002	20,224 D
Common Stock	02/14/2007	M	3,125	A		\$ 64.51 <u>(1)</u>		23,349 D
Common Stock	02/14/2007	S	3,125	D		\$ <u>(1)</u>	66.2002	20,224 D

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

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Incentive Stock Option (right to buy)	\$ 61.05	02/14/2007		M	5,323	<u>(2)</u>	10/15/2013	Common Stock	5,
Non-Qualified Stock Option	\$ 61.05	02/14/2007		M	45,000	<u>(2)</u>	10/15/2013	Common Stock	45

(right to buy)									
Non-Qualified Stock Option (right to buy)	\$ 61.05	02/14/2007	M	30,926	(2)	10/15/2013	Common Stock	30	
Non-Qualified Stock Option (right to buy)	\$ 62.51	02/14/2007	M	6,500	(3)	11/12/2014	Common Stock	6,	
Non-Qualified Stock Option (right to buy)	\$ 64.51	02/14/2007	M	3,125	11/14/2006	11/14/2015	Common Stock	3,	
Non-Qualified Stock Option (right to buy)	\$ 65.38	02/14/2007	M	7,500	05/14/2006	05/14/2014	Common Stock	7,	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BULKLEY BENJAMIN 1600 FARADAY AVENUE CARLSBAD, CA 92008			Sr. VP Global Commercial Ops	

Signatures

By: Joseph W. Secondine, Jr. For: Benjamin E.
Bulkley 02/14/2007

__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) Invitrogen has confirmed that this individual was no longer subject to Section 16 as of April 12, 2005.
- (2) The option becomes exercisable 25% on the first anniversary of the 1/29/04 date of grant and 75% quarterly thereafter through 1/29/08.
- (3) Option vesting is over a 4 year period, vesting 25% on each anniversary of the grant date, contingent upon continued service to Invitrogen.

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.