LUCIER GREGORY T

Form 4

November 18, 2008

FORM 4

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

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 [*] LUCIER GREGORY T	2. Issuer Name **and** Ticker or Trading Symbol **INVITROGEN CORP [IVGN]**	5. Relationship of Reporting Person(s) to Issuer
(Last) (First) (Middle) 5791 VAN ALLEN WAY	3. Date of Earliest Transaction (Month/Day/Year) 11/14/2008	(Check all applicable) _____ Director _____ 10% Owner __X__ Officer (give title _____ Other (specify below) below) CEO
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check 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 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	(A) or (D)	Price			
Common Stock [(4)]	11/14/2008	11/14/2008	P	V	37,800	A	$ 26.42	185,400	I	by trust [(1)]
Common Stock	11/14/2008	11/14/2008	M	V	12,000	A	$ 0	197,400	I	by trust
Common Stock [(3)]	11/14/2008	11/14/2008	F	V	5,490	D	$ 25.05	191,910	I	by trust

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

number.

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 Amo Underlying Secu (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of
Restricted Stock Unit (2)	$ 0	11/14/2008	11/14/2008	M	V		12,000	11/14/2008	11/14/2015	Common Stock	12
Restricted Stock Unit (5)	$ 0	03/14/2008	03/14/2008	A	V	22,532		03/14/2009	03/14/2018	Common Stock	22

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUCIER GREGORY T 5791 VAN ALLEN WAY CARLSBAD, CA 92008			CEO	

Signatures

/s/ Joseph W. Secondine, Jr.	11/18/2008
**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 held in the Greg T. and Marilena Lucier Revocable Living Trust.

(2) Shares exercised and sold from grant # RS1016.

(3) This sale conducted to cover the sales price and tax liability resulting from the vesting of a restricted stock award.

(4) Open market purchase.

(5) Grant #RS2215, values are post-split.

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.