

BARNES GEORGE H
Form 4/A
September 30, 2008

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 *
BARNES GEORGE H

2. Issuer Name and Ticker or Trading Symbol
CALAVO GROWERS INC
[CVGW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
09/07/2007

Director 10% Owner
 Officer (give title below) Other (specify below)

31510 LAUREL RIDGE DR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
09/07/2007

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

VALLEY CENTER, CA 92082

(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)			
			Code	V	Amount or Price					
Common Stock	09/07/2007		S		100	D	\$ 18.99	13,900 ⁽¹⁾	I	As Trustee for Family Trust
Common Stock	09/07/2007		S		100	D	\$ 19.04	13,800 ⁽¹⁾	I	As Trustee for Family Trust
Common Stock	09/07/2007		S		300	D	\$ 19.01	13,500 ⁽¹⁾	I	As Trustee for Family Trust

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

