

FAULKNER DARYL
Form 4
March 08, 2005

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 *
FAULKNER DARYL

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

CARLSBAD, CA 92008

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/31/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
SVP Biological Discovery

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

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	01/31/2005		J	210 A \$ 50.2775	6,072	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. 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)	8. Amount or Number of Shares
				Code	V	(A)	(D)	Title	
Incentive Stock Option (right to buy)	\$ 31.84	03/07/2005		S		2,340	04/25/2006 04/25/2012	Common Stock	2,340
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		500	03/07/2005 09/06/2012	Common Stock	500
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		900	03/07/2005 09/06/2012	Common Stock	900
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		300	03/07/2005 09/06/2012	Common Stock	300
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		300	03/07/2005 09/06/2012	Common Stock	300
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		1,200	03/07/2005 09/06/2012	Common Stock	1,200
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		300	03/07/2005 09/06/2012	Common Stock	300
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		1,000	03/07/2005 09/06/2012	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		300	03/07/2005 09/06/2012	Common Stock	300
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		200	03/07/2005 09/06/2012	Common Stock	200
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005		S		500	03/07/2005 09/06/2012	Common Stock	500

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Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005	S	2,900	03/07/2005	09/06/2012	Common Stock	2,900
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005	S	100	03/07/2005	09/06/2012	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005	S	300	03/07/2005	09/06/2012	Common Stock	300
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005	S	100	03/07/2005	09/06/2012	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 34.51	03/07/2005	S	3,600	03/07/2005	09/06/2012	Common Stock	3,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAULKNER DARYL 1600 FARADAY AVENUE CARLSBAD, CA 92008			SVP Biological Discovery	

Signatures

By: John A. Cottingham For: Daryl J. Faulkner
Date: 03/08/2005

__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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