ALICO HOLDINGS LLC

Form 4

February 23, 2006

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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

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

may continue. See Instruction

obligations

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * ALICO HOLDINGS LLC

(Middle)

2. Issuer Name and Ticker or Trading Symbol

ALICO INC [ALCO]

3. Date of Earliest Transaction

02/21/2006

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Month/Day/Year)

Director Officer (give title below)

X__ 10% Owner _ Other (specify

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

C/O ENTITY SERVICE GROUP. LLC, 2215-B RENAISSANCE DRIVE, SUITE 5

(Street)

(First)

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

LAS VEGAS, NV 89119

							1 Cison		
(City)	(State) (Zip) Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	spose	d of (D)	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)
Aliaa Ina			Code V	Amount	(D)	Price	(Ilisu. 5 aliu 4)		
Alico, Inc. Common Stock, par value \$1.00 per share	02/21/2006		P	113	A	\$ 45.3	3,568,939	D	
Alico, Inc. Common Stock, par value \$1.00 per share	02/21/2006		P	1	A	\$ 45.31	3,568,940	D	
	02/21/2006		P	10	A		3,568,950	D	

of

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Alico, Inc. Common Stock, par value \$1.00 per share					\$ 45.41		
Alico, Inc. Common Stock, par value \$1.00 per share	02/21/2006	P	1,090	A	\$ 45.42	3,570,040	D
Alico, Inc. Common Stock, par value \$1.00 per share	02/21/2006	P	300	A	\$ 45.49	3,570,340	D
Alico, Inc. Common Stock, par value \$1.00 per share	02/21/2006	P	324	A	\$ 45.7	3,570,664	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	-
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	ınt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	i
	Derivative				Securities			(Instr.	3 and 4)		1
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration	Title	or Number		
						Exercisable	Date	ritte	of		
				Code V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

ALICO HOLDINGS LLC C/O ENTITY SERVICE GROUP, LLC 2215-B RENAISSANCE DRIVE, SUITE 5 LAS VEGAS, NV 89119

X

Signatures

Kevin O'Leary, Manager 02/21/2006

**Signature of Reporting Date

Person

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. 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.

Signatures 3