

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

FORM 8-K/A

Amendment No. 1

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (date of earliest event reported): July 27, 2012

Alico, Inc.

(Exact name of registrant as specified in its charter)

Florida
(State or other jurisdiction
of incorporation)

0-261
(Commission
File Number)

59-0906081
(I.R.S. Employer
Identification No.)

**10070 Daniels Interstate Court
Fort Myers, Florida, 33913**
(Address of principal executive offices)

Registrant's telephone number: (239) 226-2000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 C.F.R. 230.425)
 - Soliciting Material pursuant to Rule 14a-12 under the Exchange Act (17 C.F.R. 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14D-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 C.F.R. 240.13e-4(c))
-

Explanatory Note

This Current Report on Form 8-K/A (this "Amendment") amends and restates that certain Current Report on Form 8-K originally filed with the Securities and Exchange Commission on August 1, 2012 (the "Original 8-K"). Specifically, Item 8.01 Other Events has been amended and restated in this Amendment to reflect the correct shareholders of record date. No other changes have been made to the Original 8-K.

Section 8 Other Events
ITEM 8.01 Other Events.

On July 27, 2012, the Board of Directors of Alico, Inc. declared a cash dividend of \$0.04 per share on its outstanding common stock to be paid to shareholders of record as of September 28, 2012, with the payment expected on October 15, 2012.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALICO, INC.

Date: August 6, 2012

By: /s/ W. Mark Humphrey
Name: W. Mark Humphrey
Title: Chief Financial Officer
