Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

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

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

V	OMB APPRO	OVAL
	OMB	3235
	Number:	0287
-	Expires: Nover	nber 30 2011
	Estimated avera burden hours pe	
	response	91 0.5

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 Respo	nses)										
1. Name and Addres RODRIGUEZ RA	e						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
509 ROYAL PLA		3. Date of Earliest Transaction (Month/Day/Year) 04/03/2014					- <u>t</u>	Officer (give titleOther (specify below) below)			
FORT LAUDER	Street) DALE, FL 33301							1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)		Table I -	Non-De	riva	tive Secu	rities	Acqui	red, Disposed of, or H	Beneficially	Owned	
1.Title of Security (Instr. 3)		Execu any	tion Date, if	3.     4. Securities       Transaction     Acquired (A) or       Code     Disposed of (D)       ar)     (Instr. 8)       (A)     (A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	Amount	or (D)	Price	(msu. 5 anu 4)	(I) (Instr. 4)	
Alico, Inc., Common Stock, Par Value \$1.00	04/03/2014	04/03	3/2014	А		848	A	\$ 37.58	16,418	D	

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

Persons who respond to the collection of	SEC 1474
information contained in this form are not	(9-02)
required to respond unless the form displays a	
currently valid OMB control number.	

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	( <i>e.g.</i> , puts, calls, warrants, options, convertible securities)													
1. Title of	2.	3. Transaction	3A. Deemed	4.	5.		6. Date Ex	ercisable	7. Ti	tle and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	n Nu	ımber	and Expir	ation Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	of		(Month/D	ay/Year)	Unde	erlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	De	erivativ	e		Secu	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				Se	curitie	5		(Inst	r. 3 and		Owned	Security:	(Instr. 4)
	Security				Ac	equired			4)			0	Direct (D)	
					`	) or						Reported	or Indirect	
						spose	l					Transaction(s)	· /	
						(D)						(Instr. 4)	(Instr. 4)	
					`	istr. 3,								
					4, :	and 5)		-						
										Amount				
							Date	Expiration		or				
							Exercisab	*	Title	Number				
								c Date		of				
				Code V	(A	(D	)			Shares				

## **Reporting Owners**

Denorting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
RODRIGUEZ RAMON A 509 ROYAL PLAZA DRIVE FORT LAUDERDALE, FL 33301	х						

# Signatures

Ramon A. Rodriguez	04/03/2014	
	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).

### **Remarks:**

These shares were issued under the 2013 Incentive Equity Plan.

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.