INVITROGEN CORP Form SC 13G/A February 13, 2006

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

Information Statement Pursuant to Rules 13d-1 and 13d-2 Under the Securities Exchange Act of 1934 (Amendment No. 3)*

> Invitrogen Corporation (Name of Issuer)

Common Stock (Title of Class of Securities)

> 46185R100 (CUSIP Number)

December 31, 2005 Date of Event Which Requires Filing of the Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[] Rule 13d-1(b) [X] Rule 13d-1(c)

[] Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP NO. 4	6185R100		13G	Page 2 of 15 Pages	
1.		REPORTING PERSON R.S. IDENTIFICATION N	O. OF ABOVE PERSON		
2.		mited Partnership HE APPROPRIATE BOX	IF A MEMBER OF A GRO	OUP	
			•	a) ý	
2			(b) o	
3.	SEC USE (DNLY			
4.	CITIZENSHIP OR PLACE OF ORGANIZATION Illinois limited partnership				
N	UMBER OF	5.	SOLE VOTING POWE	R	
1,	SHARES		0		
BEI	NEFICIALLY	6.	SHARED VOTING PO	WER	
O	WNED BY				
D.	EACH		2,892,784 shares		
	EPORTING PERSON	-			
	WITH	7.	SOLE DISPOSITIVE PO	OWER	
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	8.	U SHARED DISPOSITIV	F POWFR	
		0.	blinded bibi obiii v		
			See Row 6 above.		
. AGGR	EGATE AMOUN	T BENEFICIALLY OWN	ED BY EACH REPORTIN	NG PERSON	
	w 6 above.				
		GGREGATE AMOUNT I	N ROW (9) EXCLUDES		
	AIN SHARES	EDDECENTED DV ANO			
	DEDCENT OF CLASS DEDDESENTED BY AMOUNT IN DOW (0)				

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 5.4% as of December 31, 2005. TYPE OF REPORTING PERSON

12. TYPE OF REPORTING PERSON PN; HC

Page 2 of 15

CUSIP NO.	46185R100		13G	Page 3 of 15 Page
1.		F REPORTING PERSON R.S. IDENTIFICATION N	NO. OF ABOVE PERSON	
2.		nvestment Group, L.L.C. THE APPROPRIATE BOX	IF A MEMBER OF A GROU	JP
			(a)	2
3.	SEC USE	ONLY	(b)	0
4.				
Ν	Jelaware	e limited liability company 5.	SOLE VOTING POWER	
1	SHARES	5.		
	ENEFICIALLY	6.	SHARED VOTING POW	ER
	OWNED BY EACH REPORTING		2,892,784 shares	
	PERSON WITH	7.	SOLE DISPOSITIVE POV 0	WER
		8.	SHARED DISPOSITIVE	POWER
AGGI	DECATE AMOU		See Row 6 above. NED BY EACH REPORTING	PERSON
	VEGATE AMOU ow 6 above.	NI BENEFICIALLY OW	NED BY EACH KEPORTING	J PEKSUN
. CHEC	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
		REPRESENTED BY AM	OUNT IN ROW (9)	

Approximately 5.4% as of December 31, 2005. TYPE OF REPORTING PERSON

12. **OO; HC**

Page 3 of 15

CUSII	P NO. 46185R100	13	G	Page 4 of 15 Pages		
	1. NAME O	F REPORTING PERSON				
	S.S. OR I	R.S. IDENTIFICATION NO.	OF ABOVE PERSON			
	Kenneth	Griffin				
	2. CHECK	THE APPROPRIATE BOX IF		,		
			(a) (b)	ý o		
	3. SEC USE	ONLY		U U		
	4. CITIZEN	SHIP OR PLACE OF ORGAN	VIZATION			
	U.S. Citiz					
	NUMBER OF SHARES	5.	SOLE VOTING POWER			
	BENEFICIALLY	6.	SHARED VOTING POWER	2		
	OWNED BY	0.		C C C C C C C C C C C C C C C C C C C		
	EACH		2,892,784 shares			
	REPORTING					
	PERSON WITH	7.	SOLE DISPOSITIVE POWE	ER		
	WIIII	8.	SHARED DISPOSITIVE PC	OWER		
h	ACCDECATE AMOU		See Row 6 above.	EDGON		
	AGGREGATE AMOU See Row 6 above.	GREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
		ECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES				
	CERTAIN SHARES	IN SHARES				
1. 1	PERCENT OF CLASS	REPRESENTED BY AMOU	NT IN ROW (9)			

Approximately 5.4% as of December 31, 2005. TYPE OF REPORTING PERSON

12. IN; HC

Page 4 of 15

CUSIP NO. 46185R100			13G	Page 5 of 15 Page
1.		REPORTING PERSON R.S. IDENTIFICATION N	IO. OF ABOVE PERSON	
2.		ellington LLC HE APPROPRIATE BOX	TIF A MEMBER OF A GRO	OUP
				(a) ý
3.	SEC USE	ONLY	(b) o
4.				
		limited liability company		
	JMBER OF SHARES	5.	SOLE VOTING POWE	R
	SHAKES IEFICIALLY	6.	SHARED VOTING PO	WED
	WNED BY	0.	SIMILE VOINGIO	WER
Ũ	EACH		2,892,784 shares	
RE	EPORTING		2,072,704 shares	
I	PERSON	7.	SOLE DISPOSITIVE P	OWER
	WITH		0	
		8.	SHARED DISPOSITIV	'E POWER
			See Row 6 above.	
		T BENEFICIALLY OW	NED BY EACH REPORTIN	NG PERSON
	v 6 above.			
		GGREGATE AMOUNT	IN ROW (9) EXCLUDES	
	IN SHARES	REPRESENTED BY AM		

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 5.4% as of December 31, 2005. TYPE OF REPORTING PERSON

12. TYPE OF REPORTING PERSON **OO; HC**

Page 5 of 15

CUSIP NO	CUSIP NO. 46185R100		13G	Page 6 of	15 Pages	
1.		F REPORTING PERSON R.S. IDENTIFICATION N	NO. OF ABOVE PERSON			
2.		Kensington Global Strateg	jies Fund Ltd. K IF A MEMBER OF A GROU	ID		
Ζ.	CHECK	THE APPROPRIATE BOX	(a)		,	
			(a) (b)	2		
3.	SEC USE	ONLY			•	
4.		SHIP OR PLACE OF OR	GANIZATION			
		company				
	NUMBER OF	5.	SOLE VOTING POWER			
г	SHARES BENEFICIALLY	6.	0 SHARED VOTING POW	ED		
ſ	OWNED BY	0.	SHARED VUTING FUW	LIX		
	EACH		2,892,784 shares			
	REPORTING		2,072,104 Shares			
	PERSON	7.	SOLE DISPOSITIVE PO	WER		
	WITH		0			
		8.	SHARED DISPOSITIVE	POWER		
			See Row 6 above.			
		NT BENEFICIALLY OW	NED BY EACH REPORTING	J PERSON		
	Row 6 above.					
	CK BOX IF THE	AGGREGATE AMOUNT	IN ROW (9) EXCLUDES			
		REPRESENTED BV AM	OUNT IN ROW (9)			
1. I CK	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					

Approximately 5.4% as of December 31, 2005. TYPE OF REPORTING PERSON

12. TYPE OF REPORTING PERSON CO; HC

Page 6 of 15

CUS	IP NO. 4618	85R100		13G	Page	7 of 15 Pages
	1.	NAME OF	REPORTING PERSON			
		S.S. OR I.F	.S. IDENTIFICATION N	O. OF ABOVE PERSON		
		Citadel Eq	uity Fund Ltd.			
	2.	CHECK TI	E APPROPRIATE BOX	IF A MEMBER OF A GRO		,
					a) b)	ý o
	3.	SEC USE (NLY	X		
	4.	CITIZENS	HIP OR PLACE OF ORG	ANIZATION		
		-	ands company			
		IBER OF	5.	SOLE VOTING POWE	R	
		ARES FICIALLY	6.	0 SHARED VOTING PO	WED	
		NED BY	0.	SHARED VOTINGTO	W LK	
		ACH		2,892,784 shares		
	REPO	ORTING		1 ,07 2 ,70 1 shures		
		RSON	7.	SOLE DISPOSITIVE PO	OWER	
	W	VITH		0		
			8.	SHARED DISPOSITIV	E POWER	
				See Row 6 above.		
).			T BENEFICIALLY OWN	NED BY EACH REPORTIN	NG PERSON	1
0.	See Row 6		COECATE AMOUNT			
	CERTAIN	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES				
11.			EPRESENTED BY AMC	UNT IN ROW (9)		

Approximately 5.4% as of December 31, 2005. TYPE OF REPORTING PERSON

12. со

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CUS	IP NO. 46185R100			13G	Page	8 of 15 Pages
	1. NAM	IE OF REPORTING P	ERSON			
	S.S. 0	OR I.R.S. IDENTIFIC.	ATION N	NO. OF ABOVE PERSON		
	Cita	lel Derivatives Group	LLC			
	2. CHE	CK THE APPROPRIA	TE BOX	IF A MEMBER OF A GROU	Р	,
				(a) (b)		ý o
	3. SEC	USE ONLY				
	4. CITI	ZENSHIP OR PLACE	OF OR	GANIZATION		
		ware limited liability				
	NUMBER O SHARES		5.	SOLE VOTING POWER		
	BENEFICIALI	V	6.	SHARED VOTING POWE	R	
	OWNED BY		0.			
	EACH			2,892,784 shares		
	REPORTING	ì		2 ,07 2 ,70 1 Shures		
	PERSON		7.	SOLE DISPOSITIVE POW	/ER	
	WITH			0		
			8.	SHARED DISPOSITIVE P	OWER	
				See Row 6 above.		
).		IOUNT BENEFICIAI	LYOW	NED BY EACH REPORTING	PERSO	Ν
0	See Row 6 above.					
0.	CHECK BOX IF I	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES				
		OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				

Approximately 5.4% as of December 31, 2005. TYPE OF REPORTING PERSON

12. OO; BD

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CUSIP NO. 40	6185R100		13G	Page 9 c	of 15 Pages
1.		F REPORTING PERSON R.S. IDENTIFICATION N	IO. OF ABOVE PERSON		
		rading Group L.L.C.			
2.	CHECK 7	THE APPROPRIATE BOX	IF A MEMBER OF A GRO		
			(a)		ý
3.	SEC USE	ONLY	(b))	0
4.		SHIP OR PLACE OF ORC			
	Delaware	limited liability company			
	JMBER OF	5.	SOLE VOTING POWER		
	SHARES	(
	EFICIALLY WNED BY	6.	SHARED VOTING POW	EK	
0	EACH		2 902 794 shores		
RF	EPORTING		2,892,784 shares		
	PERSON	7.	SOLE DISPOSITIVE PO	WER	
	WITH	/.	0		
		8.	SHARED DISPOSITIVE	POWER	
			See Row 6 above.		
		NT BENEFICIALLY OW	NED BY EACH REPORTING	G PERSON	
	v 6 above.				
	. BOX IF THE . IN SHARES	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES			
		REPRESENTED BY AM	OLINT IN DOW (0)		

Approximately 5.4% as of December 31, 2005. TYPE OF REPORTING PERSON

12. OO; BD

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CUSIP	NO. 46185R100	13G	Page 10 of 15 Pages
Item 1(a) 1(b)	Name of Issuer: INVITROGEN Address of Issuer s Principal Exe		
		1600 Faraday Avo Carlsbad, CA 920	
Item 2(a) Item 2(b) Item 2(c)	Name of Person Filing Address of Principal Business Off Citizenship	ïce	
131 S. Dearb 32nd Floor Chicago, Illii			
131 S. Dearb 32nd Floor Chicago, Illin			
Kenneth Grif 131 S. Dearb 32nd Floor Chicago, Illin U.S. Citizen	orn Street		
131 S. Dearb 32nd Floor Chicago, Illin	nvestment Group, L.L.C. born Street		

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Citadel Kensington Global Strategies Fund Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Bermuda company

Citadel Equity Fund Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Cayman Islands company

Citadel Derivatives Group LLC c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Delaware limited liability company

Citadel Trading Group L.L.C. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Delaware limited liability company

2(d)	Title of Class	of Securities.
2(u)	The of Class	or occurrics.

Common Stock, par value \$0.01 per share

2(e)	CUSIP Number:		46185R100
Item 3	If this statement	is filed pursuant to	Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:
	(a)	[]	Broker or dealer registered under Section 15 of the Exchange Act;
	(b)	[]	Bank as defined in Section 3(a)(6) of the Exchange Act;
	(c)	[]	Insurance company as defined in Section 3(a)(19) of the Exchange Act;

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(d)	[]	Investment company registered under Section 8 of the Investment Company Act;
(e)	[]	An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
(f)	[]	An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
(g)	[]	A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
(h)	[]	A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
(i)	[]	A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
(j)	[]	Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box. \acute{y}

Item 4 Ownership:

CITADEL LIMITED PARTNERSHIP

CITADEL INVESTMENT GROUP, L.L.C.

KENNETH GRIFFIN

CITADEL WELLINGTON LLC

CITADEL KENSINGTON GLOBAL STRATEGIES FUND LTD.

CITADEL EQUITY FUND LTD.

CITADEL DERIVATIVES GROUP LLC

CITADEL TRADING GROUP L.L.C.

(a)

Amount beneficially owned:

2,892,784 shares

(b) Percent of Class:

Approximately 5.4% as of December 31, 2005.

(c)

Number of shares as to which such person has:

(i)	sole power to vote or to direct the vote:	
	0	
(ii)	shared power to vote or to direct the vote:	

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		See item 4(a) above.	
	(iii)	sole power to dispose or to direct the disposition of:	
		0	
	(iv)	shared power to dispose or to direct the disposition of:	
		See item 4(a) above.	
Item 5	Ownership of Five Percent or Less of a Class: Not Applicable.		
Item 6	Ownership of More than Five Percent	t on Behalf of Another Person: Not Applicable.	
Item 7	Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Par		
	Holding Company:	See Item 2 above.	
Item 8	Identification and Classification of M	embers of the Group: Not Applicable.	
Item 9	Notice of Dissolution of Group:	Not Applicable.	
Item 10 By signing below I certify that	Certification:	ef, the securities referred to above were not acquired and are not held for	

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

* Mathew B. Hinerfeld is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission on February 4, 2005, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Limited Partnership on Schedule 13G/A for Komag, Incorporated.

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After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated this 13th day of February, 2006

CITADE	L INVESTMENT GROUP, L.L.C.	KENNETH GRIFFIN			
By:	/s/ Matthew B. Hinerfeld	By:	/s/ Matthew B. Hinerfeld		
by.	Matthew B. Hinerfeld, Managing	Бу.	Matthew B. Hinerfeld, attorney-in-fact*		
			Matthew B. Hilleffeld, attorney-in-fact		
	Director and Deputy General Counsel	CITAD			
			CITADEL EQUITY FUND LTD.		
CITADE	L LIMITED PARTNERSHIP	By:			
By:	Citadel Investment Group, L.L.C.,		its Portfolio Manager		
	its General Partner				
		By:	Citadel Investment Group, L.L.C.,		
By:	/s/ Matthew B. Hinerfeld		its General Partner		
	Matthew B. Hinerfeld, Managing				
	Director and Deputy General Counsel	By:	/s/ Matthew B. Hinerfeld		
			Matthew B. Hinerfeld, Managing		
CITADE	L WELLINGTON LLC		Director and Deputy General Counsel		
By:	Citadel Limited Partnership,	CITAD	EL KENSINGTON GLOBAL		
	its Managing Member	STRAT	TEGIES FUND LTD.		
By:	Citadel Investment Group, L.L.C.,	By:	Citadel Limited Partnership,		
	its General Partner		its Portfolio Manager		
By:	/s/ Matthew B. Hinerfeld	By:	Citadel Investment Group, L.L.C.,		
	Matthew B. Hinerfeld, Managing		its General Partner		
	Director and Deputy General Counsel				
	Bilettel and Beparty Conternal Counter	By:	/s/ Matthew B. Hinerfeld		
CITADEL DERIVATIVES GROUP LLC		Dy.	Matthew B. Hinerfeld, Managing		
			Director and Deputy General Counsel		
By:	Citadel Limited Partnership,		Director and Deputy General Counser		
Dy.	its Managing Member				
By:	Citadel Investment Group, L.L.C.,		1		
	its General Partner				
By:	/s/ Matthew B. Hinerfeld				

Matthew B. Hinerfeld, Managing	
Director and Deputy General Counsel	

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CITADE	L TRADING GROUP L.L.C.	
By:	Citadel Limited Partnership,	
	its Managing Member	
By:	Citadel Investment Group, L.L.C.,	
	its General Partner	
By:	/s/ Matthew B. Hinerfeld	
	Matthew B. Hinerfeld, Managing	
	Director and Deputy General Counsel	

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