DEAN FOODS CO Form 4

February 13, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number: 3235-0287

OMB APPROVAL

Expires: January 31, 2005 Estimated average

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** BERNON ALAN J			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			DEAN FOODS CO [DF]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
4301 BELCLAIRE AVENUE		NUE	(Month/Day/Year) 02/11/2008	X Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
DALLAS, T	X 75205			Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Ta	ble I - Non	-Derivativ	e Secu	ırities Acqui	ired, 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)	Code (Instr. 8)	onor Dispos (Instr. 3, 4	ed of (4 and 3 (A) or	5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price		· · ·	
Common Stock	02/11/2008		M	64,244 (1)	A	\$ 17.9107	1,279,825.1354	D	
Common Stock	02/11/2008		S	3,000 (1)	D	\$ 26.77	1,276,825.1354	D	
Common Stock	02/11/2008		S	16,700 (1)	D	\$ 26.8	1,260,125.1354	D	
Common Stock	02/11/2008		S	2,300 (1)	D	\$ 26.81	1,257,825.1354	D	
Common Stock	02/11/2008		S	10,000 (1)	D	\$ 26.82	1,247,825.1354	D	
Common	02/11/2008		S	2,000	D	\$ 26.83	1,245,825.1354	D	

Stock			(1)				
Common Stock	02/11/2008	S	12,300 (1)	D	\$ 26.85	1,233,525.1354	D
Common Stock	02/11/2008	S	3,000 (1)	D	\$ 26.86	1,230,525.1354	D
Common Stock	02/11/2008	S	700 (1)	D	\$ 26.87	1,229,825.1354	D
Common Stock	02/11/2008	S	3,400 (1)	D	\$ 26.88	1,226,425.1354	D
Common Stock	02/11/2008	S	1,000 (1)	D	\$ 26.89	1,225,425.1354	D
Common Stock	02/11/2008	S	6,000 (1)	D	\$ 26.9	1,219,425.1354	D
Common Stock	02/11/2008	S	900 (1)	D	\$ 26.91	1,218,525.1354	D
Common Stock	02/11/2008	S	700 (1)	D	\$ 26.92	1,217,825.1354	D
Common Stock	02/11/2008	S	2,244 (1)	D	\$ 26.95	1,215,581.1354 (2)	D

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	orDeriva Securi Acqui	red (A) posed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy-T0000354)	\$ 11.6934						01/14/2003(3)	01/14/2012	Common Stock
Non-Qualified Stock Option	\$ 11.6934						01/14/2003(3)	01/14/2012	Common Stock

(right to buy-DV000254)				
Non-Qualified Stock Option (right to buy-T0000616)	\$ 11.6934	01/14/2003(3)	01/14/2012	Common Stock
Non-Qualified Stock Option (right to buy-DV000259)	\$ 11.6934	01/14/2003(3)	01/14/2012	Common Stock
Non-Qualified Stock Option (right to buy-T0000355)	\$ 11.6934	01/14/2003(3)	01/14/2012	Common Stock
Non-Qualified Stock Option (right to buy-DV000257)	\$ 11.6934	01/14/2003(3)	01/14/2012	Common Stock
Non-Qualified Stock Option (right to buy-T0000604)	\$ 11.6934	01/14/2003(3)	01/14/2012	Common Stock
Non-Qualified Stock Option (right to buy-DV000264)	\$ 11.6934	01/14/2003(3)	01/14/2012	Common Stock
Non-Qualified Stock Option (right to buy-DF002200)	\$ 14.2466	01/06/2004(3)	01/06/2013	Common Stock
Non-Qualified Stock Option (right to buy-DV000256)	\$ 14.2466	01/06/2004(3)	01/06/2013	Common Stock
Non-Qualified Stock Option (right to buy-T0000606)	\$ 14.2466	01/06/2004(3)	01/06/2013	Common Stock
Non-Qualified Stock Option (right to buy-DV000260)	\$ 14.2466	01/06/2004(3)	01/06/2013	Common Stock
Non-Qualified Stock Option (right to	\$ 17.9107	01/13/2005(3)	01/13/2014	Common Stock

buy-TU000143							
Non-Qualified Stock Option (right to buy-DV000261)	\$ 17.9107	02/11/2008	М	126 (1)	01/13/2005(3)	01/13/2014	Common Stock
Non-Qualified Stock Option (right to buy-TU000144)	\$ 17.9107				01/13/2005(3)	01/13/2014	Common Stock
Non-Qualified Stock Option (right to buy-DV000262)	\$ 17.9107	02/11/2008	M	92 (1)	01/13/2005(3)	01/13/2014	Common Stock
Non-Qualified Stock Option (right to buy-DF003299)	\$ 17.9107	02/11/2008	M	36,791 (1)	01/13/2005(3)	01/13/2014	Common Stock
Non-Qualified Stock Option (right to buy-DV000253)	\$ 17.9107	02/11/2008	M	17,273 (1)	01/13/2005(3)	01/13/2014	Common Stock
Non-Qualified Stock Option (right to buy-T0000769)	\$ 17.9107	02/11/2008	М	6,779 (1)	01/13/2005(3)	01/13/2014	Common Stock
Non-Qualified Stock Option (right to buy-DV000258)	\$ 17.9107	02/11/2008	М	3,183 (1)	01/13/2005(3)	01/13/2014	Common Stock
Non-Qualified Stock Option (right to buy-DF004888)	\$ 25.6821				01/31/2007(3)	01/13/2016	Common Stock
Non-Qualified Stock Option (right to buy-DV000251)	\$ 25.6821				01/13/2007(3)	01/13/2016	Common Stock
Non-Qualified Stock Option (right to buy-NQ004887)	\$ 25.6821				01/13/2007(3)	01/13/2016	Common Stock
Non-Qualified Stock Option (right to buy-NQ004462)	\$ 25.6821				01/13/2007(3)	01/13/2016	Common Stock

Non-Qualified Stock Option (right to buy-DF005345)	\$ 30.1121	02/12/2008(3)	02/12/2017	Common Stock
Non-Qualified Stock Option (right to buy-DV000250)	\$ 30.1121	02/12/2008(3)	02/12/2017	Common Stock
Non-Qualified Stock Option (right to buy-NQ005340)	\$ 30.1121	02/12/2008(3)	02/12/2017	Common Stock
Non-Qualified Stock Option (right to buy-NQ000263)	\$ 30.1121	02/12/2008(3)	02/12/2017	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
BERNON ALAN J 4301 BELCLAIRE AVENUE	X						
DALLAS, TX 75205							

Signatures

Alan J. Bernon 02/13/2008

**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).
- Transaction is pursuant to a 10b5-1 Plan, dated December 12, 2007, between the reporting person and Bear Stearns & Co., Inc., acting as (1) agent, to permit the orderly disposition of a portion of the reporting person's holdings of the Issuer's common stock, par value \$0.01 per share.
- (2) Includes 827 shares of common stock of Issuer, for which the reporting person has opted to defer receipt until a future date, under the Issuer's Executive Deferred Compensation Plan.
- (3) The shares of common stock subject to the Option became fully vested on September 28, 2007, pursuant to a separation agreement between Mr. Bernon and the Issuer.

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.

Reporting Owners 5