

DOLE FOOD CO INC
Form 8-A12B
October 20, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

**FORM 8-A
FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934
DOLE FOOD COMPANY, INC.
(Exact name of registrant as specified in its charter)**

Delaware
(Jurisdiction of Incorporation
or Organization)

99-0035300
(I.R.S. Employer
Identification No.)

One Dole Drive
Westlake Village, California
(Address of Principal Executive Offices)

91362
(Zip Code)

Securities to be registered pursuant to Section 12(b) of
the Act:

Title of each class
to be so registered

Name of each exchange on which
each class is to be registered

Common Stock,
Par Value \$0.001 Per Share

New York Stock Exchange

If this form relates to the registration of a class of
securities pursuant to Section 12(b) of the Exchange Act
and is effective pursuant to General Instruction A.(c),
check the following box.

If this form relates to the registration of a class of
securities pursuant to Section 12(g) of the Exchange
Act and is effective pursuant to General Instruction
A.(d), check the following
box.

Securities Act registration statement file number to which this form relates: **333-161345**
Securities to be registered pursuant to Section 12(g) of the Act:

None
(Title of Class)

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

The description of the Registrant's common stock, par value \$0.001 per share (the "Common Stock"), required by this Item is contained in the Registrant's registration statement on Form S-1 (Registration No. 333-161345) initially filed with the Securities and Exchange Commission on August 14, 2009, as amended and as may be subsequently amended from time to time (the "Registration Statement"), under the caption "Description of Capital Stock," and is incorporated herein by reference. The description of the Common Stock included in any form of prospectus subsequently filed by the Registrant pursuant to Rule 424(b) under the Securities Act of 1933, as amended, including with respect to the Registration Statement, shall also be deemed to be incorporated herein by reference.

Item 2. Exhibits.

Not applicable.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

DOLE FOOD COMPANY, INC.

Date: October 20, 2009

By: /s/ C. Michael Carter
C. Michael Carter
Executive Vice President, General
Counsel
and Corporate Secretary