

# FORM 4

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

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>PENNINGTON BROOKS III</b>			2. Issuer Name and Ticker or Trading Symbol <b>CENTRAL GARDEN &amp; PET CO [CENT]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last) <b>1280 ATLANTA HIGHWAY</b>	(First) <b></b>	(Middle) <b></b>	3. Date of Earliest Transaction (Month/Day/Year) <b>04/02/2007</b>					
(Street) <b>MADISON, GA 30650</b>			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) <b></b>	(State) <b></b>	(Zip) <b></b>	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	04/02/2007		S(1)		12,500 (5)	D	\$ 14.6019 (6)	172,450	D	
Common Stock								49,040	I	By L.P. (2)
Common Stock								6,938	I	By Spouse (3)
Common Stock								7,604	I	By LLC (4)
Class A Common Stock	04/02/2007		S(1)		25,000 (7)	D	\$ 14.497 (8)	344,900	D	
Class A Common Stock								98,080	I	By L.P. (2)
Class A Common Stock								13,876	I	By Spouse (3)
Class A Common Stock								15,208	I	By LLC (4)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PENNINGTON BROOKS III 1280 ATLANTA HIGHWAY MADISON, GA 30650	X			

## Signatures

/s/ Brooks Pennington III		04/03/2007
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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).
- (1) Sale (and all sales reported in this table) effected under sales plan pursuant to Rule 10b5-1(c)(1) of the Securities Exchange Act of 1934, as amended.
- (2) By BPCB Partners L.P. The general managing partner of BPCB Partners L.P. is BPCB Management Company LLC ("BPCBLLC"), and Mr. Pennington is the sole member of BPCBLLC. Mr. Pennington disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (3) Mr. Pennington disclaims beneficial ownership of 6,938 shares of the Issuer's common stock owned by his spouse.
- (4) By Pennington Management Company II, LLC, in which Mr. Pennington has an ownership interest. Mr. Pennington is the President of Pennington Management Company II, LLC. Mr. Pennington disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (5) Reflects total shares of Common Stock sold by the Reporting Person on the date indicated. See Exhibit 99.1 for details of individual trade executions.
- (6) Reflects weighted average price of total shares of Common Stock sold by Reporting Person on the date indicated. See Exhibit 99.1 for details of individual trade executions.
- (7) Reflects total shares of Class A Common Stock sold by the Reporting Person on the date indicated. See Exhibit 99.2 for details of individual trade executions.
- (8) Reflects weighted average price of total shares of Class A Common Stock sold by Reporting Person on the date indicated. See Exhibit 99.2 for details of individual trade executions.

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.

All transactions listed below relate to sales of Common Stock of Central Garden & Pet company on April 2, 2007.

SHARES	PRICE	SHARES BENEFICIALLY OWNED AFTER TRANSACTION
600	14.72	184,350
500	14.70	183,850
1,000	14.68	182,850
1,000	14.67	181,850
1,500	14.66	180,350
16	14.65	180,334
400	14.64	179,934
484	14.63	179,450
500	14.60	178,950
800	14.59	178,150
1,000	14.58	177,150
1,100	14.56	176,050
1,100	14.54	174,950
200	14.53	174,750
700	14.52	174,050
100	14.51	173,950
1,200	14.50	172,750
300	14.49	172,450

All transactions listed below relate to sales of Class A Common Stock of Central Garden & Pet Company on April 2, 2007.

SHARES	PRICE	SHARES BENEFICIALLY OWNED AFTER TRANSACTION
200	14.68	369,700
1,300	14.65	368,400
200	14.64	368,200
600	14.62	367,600
200	14.60	367,400
12	14.59	367,388
1,188	14.58	366,200
143	14.57	366,057
4,457	14.56	361,600
1,800	14.55	359,800
100	14.54	359,700
600	14.53	359,100
800	14.52	358,300
1,300	14.51	357,000
1,100	14.50	355,900
1,000	14.48	354,900
1,200	14.47	353,700
2,100	14.45	351,600
800	14.42	350,800
900	14.41	349,900
1,400	14.40	348,500
600	14.38	347,900
300	14.37	347,600
2,200	14.36	345,400
500	14.35	344,900