

Russo Carl  
Form SC 13G/A  
April 03, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO**

**RULES 13d-1 (b), (c) AND (d)**

**AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)**

**(Amendment No. 1) \***

**Calix, Inc.**  
(Name of Issuer)

**Common Stock**  
(Title of Class of Securities)

**13100M509**  
(CUSIP Number)

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**December 31, 2011**  
**(Date of Event Which Requires Filing of this Statement)**

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

Rule 13d-1(b)

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 in 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).

1. Name of Reporting Person

Carl Russo

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) " (b) "

3. SEC Use Only

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

Number of

Shares 5,526,508 (1)  
6. Shared Voting Power

Beneficially

Owned By 349,391(2)  
Each 7. Sole Dispositive Power

Reporting

Person 5,526,508 (1)  
8. Shared Dispositive Power

With

349,391(2)

9. Aggregate Amount Beneficially Owned by Each Reporting Person

5,875,899

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

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12.28% (3)

12. Type of Reporting Person

IN

- (1) Includes 3,262,320 shares of common stock and 25,000 shares of common stock subject to options that are currently exercisable or exercisable within 60 days of December 31, 2011 held by Carl Russo and 2,239,188 shares held by The Crescentico Trust, Carl Russo, Trustee.
- (2) Includes 275,633 shares held by Equanimous Investments and 73,758 shares held by Calgrat Partners, L.P. The managing members of Equanimous Investments are Carl Russo and Tim Pasquinelli. The managing partner of Calgrat Partners, L.P. is Tim Pasquinelli. These individuals may be deemed to have shared voting and investment power over the shares held by Equanimous Investments and Calgrat Partners, L.P., as applicable. Each of these individuals disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.
- (3) The percentages reported in this Schedule 13G are based upon 47,853,750 shares of Common Stock outstanding as of February 15, 2012 (according to the Form 10-K filed by the issuer on February 24, 2012).

1. Name of Reporting Person

The Crescentico Trust

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) " (b) "

3. SEC Use Only

4. Citizenship or Place of Organization

California

5. Sole Voting Power

Number of

Shares

Beneficially 2,239,188 (4)

6. Shared Voting Power

Owned By

Each

7. Sole Dispositive Power

Reporting

Person 2,239,188 (4)

8. Shared Dispositive Power

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

2,239,188

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

4.68%

12. Type of Reporting Person

OO

- (4) Carl Russo is the trustee of The Crescentico Trust.

1. Name of Reporting Person

**Equanimous Investments**

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) " (b) "

3. SEC Use Only

4. Citizenship or Place of Organization

**California**

5. Sole Voting Power

Number of

Shares

Beneficially 275,633 (5)

6. Shared Voting Power

Owned By

Each

7. Sole Dispositive Power

Reporting

Person 275,633 (5)

8. Shared Dispositive Power

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

275,633

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

0.58%

12. Type of Reporting Person

OO

- (5) The managing members of Equanimous Investments are Carl Russo and Tim Pasquinelli. These individuals may be deemed to have shared voting power and investment power over the shares held by Equanimous Investments. Each of these individuals disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

1. Name of Reporting Person

Calgrat Partners, L.P.

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) " (b) "

3. SEC Use Only

4. Citizenship or Place of Organization

California

5. Sole Voting Power

Number of

Shares

Beneficially 73,758 (6)

6. Shared Voting Power

Owned By

Each

7. Sole Dispositive Power

Reporting

Person 73,758 (6)

8. Shared Dispositive Power

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

73,758

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

0.15%

12. Type of Reporting Person

PN

- (6) The managing partner of Calgrat Partners, L.P. is Tim Pasquinelli. Mr. Pasquinelli may be deemed to have shared voting and investment power over the shares held by Calgrat Partners, L.P. Mr. Pasquinelli disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

1. Name of Reporting Person

Tim Pasquinelli

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) " (b) "

3. SEC Use Only

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

Number of

Shares

Beneficially 349,391 (7)

6. Shared Voting Power

Owned By

Each

7. Sole Dispositive Power

Reporting

Person

349,391 (7)

8. Shared Dispositive Power

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

349,391

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

0.73%

12. Type of Reporting Person

IN

- (7) Includes 275,633 shares held by Equanimous Investments and 73,758 shares held by Calgrat Partners, L.P. The managing members of Equanimous Investments are Carl Russo and Tim Pasquinelli. The managing partner of Calgrat Partners, L.P. is Tim Pasquinelli. These individuals may be deemed to have shared voting and investment power over the shares held by Equanimous Investments and Calgrat Partners, L.P., as applicable. Each of these individuals disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

**Item 1(a). Name of Issuer**

Calix, Inc.

**Item 1(b). Address of Issuer's Principal Executive Offices**

1035 N. McDowell Blvd

Petaluma, CA 94954

**Item 2(a). Name of Person Filing**

- (i) Carl Russo
- (ii) The Crescentico Trust, Carl Russo, Trustee
- (iii) Equanimous Investments
- (iv) Calgrat Partners, L.P.
- (v) Tim Pasquinelli

**Item 2(b). Address of Principal Business Office or, if none, Residence**

1960 The Alameda #150

San Jose, California 95126

**Item 2(c). Citizenship**

The Crescentico Trust, Carl Russo, Trustee	California
Equanimous Investments	California
Calgrat Partners, L.P.	California
Carl Russo	United States of America
Tim Pasquinelli	United States of America

**Item 2(d). Title of Class of Securities**

Common Stock

**Item 2(e). CUSIP Number**  
13100M509

**Item 3.** Not Applicable

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

See Row 9 for each Reporting Person.

(b) Percent of class:

See Row 11 for each Reporting Person.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

See Row 5 for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 for each Reporting Person.

**Item 5. Ownership of Five Percent or Less of a Class**

Not Applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not Applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company**

Not Applicable.

**Item 8. Identification and Classification of Members of the Group**

Not Applicable.

**Item 9. Notice of Dissolution of Group**

Not Applicable.

**Item 10. Certifications**

Not Applicable.

**SIGNATURES**

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

Dated: April 3, 2012

**THE CRESCENTICO TRUST, CARL RUSSO, TRUSTEE**

By: /s/ Carl Russo  
Carl Russo, Trustee

**EQUANIMOUS INVESTMENTS**

By: /s/ Tim Pasquinelli  
Tim Pasquinelli, a managing member

**CALGRAT PARTNERS, L.P.**

By: /s/ Tim Pasquinelli  
Tim Pasquinelli, Managing Partner

**CARL RUSSO**

By: /s/ Carl Russo

EXHIBIT INDEX

Exhibit A: Agreement of Joint Filing

EXHIBIT A

**AGREEMENT OF JOINT FILING**

Pursuant to Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree that only one statement containing the information required by Schedule 13G need be filed with respect to the ownership by each of the undersigned of the shares of Common Stock of Calix, Inc. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original.

EXECUTED as of this 3rd day of April, 2012.

**THE CRESCENTICO TRUST, CARL RUSSO, TRUSTEE**

By: /s/ Carl Russo  
Carl Russo, Trustee

**EQUANIMOUS INVESTMENTS**

By: /s/ Tim Pasquinelli  
Tim Pasquinelli, a managing member

**CALGRAT PARTNERS, L.P.**

By: /s/ Tim Pasquinelli  
Tim Pasquinelli, Managing Partner

**CARL RUSSO**

By: /s/ Carl Russo