SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

NDER THE SECURITIES EXCHANGE ACT OF 19

| (Amendment No.1)* |
|---|
| DEAN FOODS CO |
| (Name of Issuer) |
| COMMON STOCK |
| (Title of Class of Securities) |
| 242370104 |
| (CUSIP Number) |
| December 31, 2009 |
| (Date of Event Which Requires Filing of this Statement) |

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

[X] 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 on the remainder of this 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*.)

| CUSIP N | No 242370 | 104 | 13G | Page 2 of 1 | 15 Pages |
|-----------------------|--|--------------|---|-------------------|-------------------------------|
| 1 | | | NG PERSONS ON NO. OF ABOVE PERSO | NS (ENTITIES ONL | Y): |
| 2 | | | oration 56 E APPROPRIATE BOX IF A Instruction | | ROUP (See (a) [] (b) [] |
| 3 | SEC USI | | | | |
| 4 | CITIZEN | ISHIP OR PLA | ACE OF ORGANIZATION | | |
| | 5 SOLE VOTING PO | | TING POWER | | Delaware 0 |
| NUMB SHA BENEFI | RES CIALLY | 6 SHARED V | VOTING POWER | | 9,192,295 |
| OWNE EAG REPOF | CH | 7 SOLE DISI | POSITIVE POWER | | 0 |
| PERSON | N WITH | 8 SHARED I | DISPOSITIVE POWER | | 9,256,643 |
| 9 | | | NT BENEFICIALLY OWN | NED BY EACH REF | ORTING |
| 10 | PERSON CHECK IF THE AGGREGATE AMC SHARES (See Instructions) | | | OW (9) EXCLUDES (| 9,256,643 CERTAIN |
| 11 | PERCENT OF CLASS REPRESI | | REPRESENTED BY AMO | UNT IN ROW (9) | [] |
| 12 | TYPE OF REPO | | G PERSON (See Instruction | ns) | 5.1% |
| | | | | | НС |
| , | | | | | |

| CUSIP 1 | No 2423701 | 04 | 13G | | Page 3 of 15 Page | es | |
|---------------------|------------------|---------------------|---------------------------------------|---|-------------------------|---------------|--|
| 1 | | | PORTING PERSONS ICATION NO. OF ABO | VE PERSONS (E | NTITIES ONLY): | | |
| 2 | Bank of A | | CK THE APPROPRIATE | 94-1687665 BOX IF A MEM Instructions) | (a | (See a) [] | |
| 3 | SEC USE | SEC USE ONLY | | | | | |
| 4 | CITIZEN | SHIP | OR PLACE OF ORGAN | IZATION | | | |
| | | | | | United St | ates | |
| NUMB | ER OF | 5 SOLE VOTING POWER | | 2,494 | 1,947 | | |
| SHA BENEFI | RES CIALLY | 6 SH | ARED VOTING POWER | | 6,427 | 7,021 | |
| OWNI EA REPOI | СН | 7 SOI | LE DISPOSITIVE POWE | ER | 2,411 | ,488 | |
| PERSO | N WITH | 8 SH | ARED DISPOSITIVE PO | OWER | 6,574 | 1,828 | |
| 9 | AGGREC PERSON | | AMOUNT BENEFICIA | LLY OWNED B | Y EACH REPORTI | NG | |
| 10 | | | E AGGREGATE AMOU nstructions) | NT IN ROW (9) | 8,986 EXCLUDES CERTA | | |
| 11 | PERCEN | T OF (| CLASS REPRESENTED | BY AMOUNT IN | N ROW (9) | [] | |
| 12 | TYPE OF | REPO | ORTING PERSON (See 1 | Instructions) | 5 | 5.0% | |
| | 111201 | TELL | | | | BK | |
| | | | | | | | |

| Page 4 of 15 Pages | 13G | No 242370104 | CUSIP | |
|-------------------------------|--|------------------------|-----------|--|
| TITIES ONLY): | PORTING PERSONS CATION NO. OF ABOVE PERSONS (EI | | 1 | |
| | ement Advisors, LLC 94-16 K THE APPROPRIATE BOX IF A MEM Instructions) | | 2 | |
| (0)[] | | 3 SEC USE ONLY | | |
| | R PLACE OF ORGANIZATION | CITIZENSHIP | 4 | |
| Delaware | E VOTING POWER | - 000 | | |
| 6,164,602 | E VOTING POWER | 5 SO. BER OF | NUMI | |
| 0 | RED VOTING POWER | | SHA | |
| 6,219,629 | E DISPOSITIVE POWER | FD BY | OWN EA | |
| 0 | RED DISPOSITIVE POWER | N WITH 8 SH. | PERSO | |
| EACH REPORTING | MOUNT BENEFICIALLY OWNED B | AGGREGATE PERSON | 9 | |
| 6,219,629 EXCLUDES CERTAIN | AGGREGATE AMOUNT IN ROW (9) structions) | | 10 | |
| [] ROW (9) | LASS REPRESENTED BY AMOUNT I | ` | 11 | |
| 3.4% | RTING PERSON (See Instructions) | TYPE OF REPO | 12 | |
| IA | | | | |

| CUSIP No 242370 | 0104 | 13G | Page 5 of 15 Pages | |
|-------------------------------------|---|---|---|-----|
| | | ING PERSONS ON NO. OF ABOVE PERSO | ONS (ENTITIES ONLY): | |
| 2 | | tment Advisors, Inc. E APPROPRIATE BOX IF Instruction | 56-2058405 A MEMBER OF A GROUP (S ns) (a) (b) | [] |
| 4 CITIZE | NSHIP OR PLA | ACE OF ORGANIZATION | | |
| NAMED OF | 5 SOLE VO | TING POWER | Delawa | are |
| NUMBER OF SHARES BENEFICIALLY | 6 SHARED | VOTING POWER | 53,7 | 776 |
| OWNED BY EACH REPORTING | 7 SOLE DIS | POSITIVE POWER | | 0 |
| PERSON WITH | 8 SHARED | DISPOSITIVE POWER | | 0 |
| | | INT BENEFICIALLY OW | NED BY EACH REPORTING | Ĵ |
| 10 CHECK | PERSON CHECK IF THE AGGREGATE AMOUNT IN SHARES (See Instructions) PERCENT OF CLASS REPRESENTED BY A | | 53,7' DW (9) EXCLUDES CERTAIN | |
| 11 PERCE | | | | [] |
| 12 TYPE (| OF REPORTING | G PERSON (See Instruction | 0.0 ns) |)% |
| | | | | |

| CUSIP No 2 | 24237010 | 04 | 13G | Page 6 of | 15 Pages |
|-------------------------------|--|--|--|-------------------|----------------------------------|
| | | OF REPORTING ENTIFICATION | G PERSONS I NO. OF ABOVE PERSO | ONS (ENTITIES ONI | LY): |
| 2 | | st Company of Delaware 51-0392585 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUINSTRUCTIONS) | | | GROUP (See (a) [] (b) [] |
| | EC USE | | ~~ ~~ ~~ ~~ ~~ ~~ ~~ ~~ ~~ ~~ ~~ ~~ ~~ | | |
| 4 C | ITIZEN | SHIP OR PLAC | CE OF ORGANIZATION | | |
| | 5 SOLE VC | | NG POWER | | Delaware 2,515 |
| NUMBER SHARES BENEFICIA | S | 6 SHARED VO | OTING POWER | | 575 |
| OWNED I EACH REPORTII | | 7 SOLE DISPO | OSITIVE POWER | | 2,815 |
| PERSON W | /ITH | 8 SHARED DI | SPOSITIVE POWER | | 275 |
| | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING | | | | EPORTING |
| 10 C | PERSON CHECK IF THE AGGREGATE AMOUNT SHARES (See Instructions) PERCENT OF CLASS REPRESENTED BY | | | OW (9) EXCLUDES | |
| 11 P | | | EPRESENTED BY AMO | OUNT IN ROW (9) | [] |
| 12 T | YPE OF | REPORTING | PERSON (See Instruction | ns) | 0.0% |
| | | | | | CO |

| CUSIP | No 242370104 | 13G | Page 7 of 15 Pages |
|------------|-----------------------|---|--|
| 1 | | EPORTING PERSONS FICATION NO. OF ABOVE PERSONS (EI | NTITIES ONLY): |
| 2 | | Pierce, Fenner & Smith, Inc. 13-5 CK THE APPROPRIATE BOX IF A MEM Instructions) | 674085 IBER OF A GROUP (See (a) [] (b) [] |
| 3 | SEC USE ONL | Y | (0)[] |
| 4 | CITIZENSHIP | OR PLACE OF ORGANIZATION | |
| | 5 90 | LE VOTING POWER | Delaware |
| NUME | BER OF | LE VOTING FOWER | 270,325 |
| SHA | | ARED VOTING POWER | 0 |
| EA REPO | CH RTING | LE DISPOSITIVE POWER | 270,325 |
| PERSO | N WITH 8 SH | ARED DISPOSITIVE POWER | 0 |
| 9 | AGGREGATE PERSON | AMOUNT BENEFICIALLY OWNED B | Y EACH REPORTING |
| 10 | CHECK IF TH | IE AGGREGATE AMOUNT IN ROW (9) Instructions) | 270,325 EXCLUDES CERTAIN |
| 11 | PERCENT OF | CLASS REPRESENTED BY AMOUNT I | N ROW (9) |
| 12 | TYPE OF REP | ORTING PERSON (See Instructions) | 0.1% |
| | | | BD, IA |
| | | | |

| CUSIP N | o 2423701 | 04 | 13G | Page 8 of 15 Pages | S | |
|----------------------|--|---------------------------|-------------------------------------|----------------------------------|--------|--|
| 1 | | | NG PERSONS ON NO. OF ABOVE PERSO | ONS (ENTITIES ONLY): | | |
| 2 | Merrill Ly | nch Internati CHECK TH | | A MEMBER OF A GROUP (Sons) (a) [| [] | |
| 3 | SEC USE ONLY (b) [] | | | | | |
| 4 | CITIZEN | SHIP OR PL | ACE OF ORGANIZATION | | | |
| NIIIMRE | | 5 SOLE VO | TING POWER | Englar | and | |
| SHAF BENEFIC | NUMBER OF SHARES 6 SHARED VOTING POWER BENEFICIALLY | | | 0 | | |
| OWNE EAC REPOR | CH TING | 7 SOLE DIS | POSITIVE POWER | | 2 | |
| PERSON | WITH | 8 SHARED | DISPOSITIVE POWER | | 0 | |
| 9 | 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | | | | |
| 10 | | F THE AGG | | OW (9) EXCLUDES CERTAIN | 2 N | |
| 11 | PERCEN | Γ OF CLASS | REPRESENTED BY AMO | | [] | |
| 12 | TYPE OF | REPORTIN | G PERSON (See Instructio | 0.0° | 0% | |
| | | | | В | 3D | |

Item 1(a). Name of Issuer: Dean Foods Co Item 1(b). Address of Issuer's Principal Executive Offices: 2515 McKinney Avenue LB 30 Suite 1200 Dallas, TX 75201 Item 2(a). Name of Person Filing: Bank of America Corporation Bank of America, NA Columbia Management Advisors, LLC Banc of America Investment Advisors, Inc. U.S. Trust Company of Delaware Merrill Lynch, Pierce, Fenner & Smith, Inc. Merrill Lynch International Item 2(b). Address of Principal Business Office or, if None, Residence: Bank of America Corporation has its principal business office at 100 North Tryon Street, Floor 25, Bank of America Corporate Center, Charlotte, NC 28255. Item 2(c). Citizenship: Bank of America Corporation Delaware Bank of America, NA United States Columbia Management Advisors, LLC Delaware Banc of America Investment Advisors, Inc. Delaware U.S. Trust Company of Delaware Delaware Merrill Lynch, Pierce, Fenner & Smith, Inc. Delaware Merrill Lynch International England Item 2(d). **Title of Class of Securities:** Common Stock Item 2(e). CUSIP Number: 242370104 Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a: [] Broker or dealer registered under Section 15 of the Exchange (a) Act. Bank as defined in Section 3(a)(6) of the Exchange Act. (b) [] Insurance company as defined in Section 3(a)(19) of the Exchange (c) [] Investment company registered under Section 8 of the Investment Company (d) (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii) (E). [] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii) (F). (g) [X] 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. [] |
| Ownership: |
| With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference. |
| Ownership of 5 Percent or Less of a Class: |
| If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following []. |
| Ownership or More than Five Percent on Behalf of Another Person: |
| Not Applicable. |
| Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person: |
| With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference. |
| Identification and Classification of Members of the Group: |
| Not Applicable. |
| Notice of Dissolution of Group: |

Item 4.

Item 5.

Item 6.

Item 7.

Item 8.

Item 9.

Not Applicable.

Item 10. Certification:

By signing below each of the undersigned certifies that, to the best of such undersigned's knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not 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.

SIGNATURE

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

Dated: February 02, 2010

Bank of America Corporation Bank of America, N.A. U.S. Trust Company of Delaware

By: /s/ Angelina L. Richardson

Angelina L. Richardson Vice President

Columbia Management Advisors, LLC

By: /s/ Robert McConnaughey

Robert McConnaughey Managing Director

Banc of America Investment Advisors, Inc.

By: /s/ Jeffrey Cullen

Jeffrey Cullen Vice President

Merrill Lynch, Pierce, Fenner & Smith, Inc.

By: /s/ Robert Shine

Robert Shine Attorney-In-Fact

Merrill Lynch International

By: /s/ Gurjit Wadhera

Gurjit Wadhera Managing Director

EXHIBIT 99.1 - JOINT FILING AGREEMENT

The undersigned hereby agree that they are filing this statement jointly pursuant to Rule 13d-1(k)(1). Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

In accordance with Rule 13d-1(k)(1) promulgated under the Securities and Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of to such a statement on Schedule 13G with respect to the common stock of beneficially owned by each of them. This Joint Filing Agreement shall be included as an exhibit to such Schedule 13G.

Dated: February 02, 2010

Bank of America Corporation Bank of America, N.A. U.S. Trust Company of Delaware

By: /s/ Angelina L. Richardson

Angelina L. Richardson Vice President

Columbia Management Advisors, LLC

By: /s/ Robert McConnaughey

Robert McConnaughey Managing Director

Banc of America Investment Advisors, Inc.

By: /s/ Jeffrey Cullen

Jeffrey Cullen Vice President

Merrill Lynch, Pierce, Fenner & Smith, Inc.

By: /s/ Robert Shine

Robert Shine Attorney-In-Fact

Merrill Lynch International

By: /s/ Gurjit Wadhera

Gurjit Wadhera Managing Director