

INITIAL STATEMENT OF 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

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Waite Carol Farmer</u> (Last) (First) (Middle) <u>FARMER BROS CO</u> <u>20333 S NORMANDIE AV</u> (Street) <u>TORRANCE CA 90502</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/07/2005</u>	3. Issuer Name and Ticker or Trading Symbol <u>FARMER BROTHERS CO [FARM]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>trustee, beneficiary, settlor</u>	
		5. If Amendment, Date of Original Filed (Month/Day/Year) <u>01/19/2005</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Farmer Bros. Co. common stock	1,776,632	I	Ms. Waite and Ms. Grossman as successor co-trustees of various family trusts ⁽¹⁾
Farmer Bros. Co. common stock	1,463,640	I	Ms. Waite, Ms. Grossman and Dr. Farmer as beneficiaries under a family trust. ⁽²⁾
Farmer Bros. Co. common stock	848,630	I	Ms. Waite, Ms. Grossman and Dr. Farmer as successor co-trustees of various family trusts. ⁽³⁾
Farmer Bros. Co. common stock	12,120	I	Ms. Grossman and Dr. Farmer as successor co-trustees of various family trusts. ⁽⁴⁾
Farmer Bros. Co. common stock	2,219,200	I	Ms. Waite and Dr. Farmer as successor co-trustees of various family trusts. ⁽⁵⁾
Farmer Bros. Co. common stock	9,550	I	Ms. Grossman as successor trustee of a family trust. ⁽⁶⁾
Farmer Bros. Co. common stock	21,820	I	Ms. Grossman as co-trustee and settlor of a family trust. ⁽⁷⁾
Farmer Bros. Co. common stock	21,820	I	Ms. Waite as sole trustee and settlor of a family trust. ⁽⁸⁾
Farmer Bros. Co. common stock	21,820	I	Dr. Farmer as sole trustee and settlor of a family trust. ⁽⁹⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)					
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

1. Name and Address of Reporting Person* <u>Waite Carol Farmer</u> (Last) (First) (Middle) <u>FARMER BROS CO</u> <u>20333 S NORMANDIE AV</u> (Street) <u>TORRANCE CA 90502</u>
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(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Grossman Jeanne Farmer		
(Last)	(First)	(Middle)
FARMER BROS CO		
20333 S NORMANDIE AV		
(Street)		
TORRANCE	CA	90502
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Farmer Richard F		
(Last)	(First)	(Middle)
FARMER BROS CO		
20333 S NORMANDIE AV		
(Street)		
TORRANCE	CA	90502
(City)	(State)	(Zip)

Explanation of Responses:

1. The 1,776,632 shares include (i) 1,728,900 shares beneficially owned indirectly by Ms. Waite (added as co-trustee 1/26/05) and Ms. Grossman as successor co-trustees of various family trusts for the benefit of their mother; (ii) 41,702 shares beneficially owned indirectly by Ms. Waite (added as co-trustee 1/26/05) and Ms. Grossman as successor co-trustees of a family trust for the benefit of themselves and Dr. Farmer, including 1,702 shares, rounded to the nearest whole share, previously owned by Roy E. Farmer through the Company's ESOP; and (iii) 6,030 shares beneficially owned indirectly by Ms. Waite and Ms. Grossman as successor co-trustees of a family trust for the benefit of Ms. Waite's son. Ms. Grossman disclaims beneficial ownership of the 6,030 shares since they are held in trust for the benefit of her nephew.
2. The 1,463,640 shares are owned by a family trust for the benefit of Ms. Waite, Ms. Grossman and Dr. Farmer who intend to seek court appointment of one or more of themselves to fill the trustee vacancy created by the death of Roy E. Farmer on January 7, 2005.
3. The 848,630 shares are beneficially owned indirectly by Ms. Waite, Ms. Grossman and Dr. Farmer as successor co-trustees of various family trusts for their benefit.
4. The 12,120 shares are beneficially owned indirectly by Ms. Grossman and Dr. Farmer as successor co-trustees of various family trusts for the benefit of Ms. Grossman's children. Ms. Grossman was added as co-trustee on 1/26/05. Dr. Farmer disclaims beneficial ownership of the 12,120 shares since they are held in trust for the benefit of his nephews.
5. The 2,219,200 shares are beneficially owned indirectly by Ms. Waite and Dr. Farmer as successor co-trustees of various family trusts for their benefit and the benefit of family members. Ms. Waite was added as co-trustee on 1/26/05. Dr. Farmer disclaims beneficial ownership of 27,771 shares held in trust for the benefit of his nephews. Ms. Waite disclaims beneficial ownership of 14,474 shares held in trust for the benefit of her nephews.
6. The 9,550 shares are beneficially owned indirectly by Ms. Grossman as successor trustee of a family trust for the benefit of her daughter.
7. The 21,820 shres are beneficially owned indirectly by Ms. Grossman as co-trustee and settlor with her husband of a revocable family trust. Ms. Grossman and her husband share voting and investment power over the shares, although the shares are Ms. Grossman's sole and separate property.
8. The 21,820 shares were originally reported as directly owned by Ms. Waite on Form 3, filed with the Securities and Exchange Commission on January 19, 2005. Such shares should have been reported as beneficially owned indirectly by Ms. Waite as sole trustee and settlor of a revokable family trust.
9. The 21,820 shares are beneficially owned indirectly by Mr. Farmer as sole trustee and settlor of a revokable family trust.

Remarks:

This FORM 3/A is filed jointly by Carol Lynn Farmer Waite, Jeanne Ann Farmer Grossman and Richard Francis Farmer. Ms. Waite, Ms. Grossman and Dr. Farmer are siblings. Ms. Waite, Ms. Grossman and Dr. Farmer benefially own an aggregate of 6,395,232 shares of Farmer Bros. Co. common stock as described in this FORM 3/A.

Carol Lynn Farmer Waite	03/14/2005
Carol Lynn Farmer Waite, Attorney-In-Fact for Jeanne Ann Farmer Grossman	03/14/2005
Carol Lynn Farmer Waite, Attorney-In-Fact for Richard Francis Farmer	03/14/2005
** Signature of Reporting Person	Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

FARMER BROS. CO.
LIMITED POWER OF ATTORNEY
FOR FARMER BROS. CO. FILINGS
UNDER THE SECURITIES EXCHANGE ACT OF 1934

Know all by these presents, that the undersigned hereby constitutes and appoints Carol Lynn Farmer Waite the undersigned's true and lawful attorney-in-fact to:

(1) Execute for and on behalf of the undersigned: (a) in the undersigned's capacity as an officer, director and/or beneficial owner (or trustee, beneficiary, settlor or executor thereof) of Farmer Bros. Co. (the "Company"), Forms 3, 4, and 5 and amendments thereto in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder; and (b) in the undersigned's capacity as a beneficial owner (or trustee, beneficiary, settlor or executor thereof) of the Company, Schedules 13D and 13G and amendments thereto in accordance with Regulation 13D of the Exchange Act, and the rules thereunder;

(2) Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, Schedule 13D or 13G, or amendment thereto, and timely file such form or schedule with the United States Securities and Exchange Commission (the "SEC") and any stock exchange or similar authority; and

(3) Take any other action of any type whatsoever which, in the opinion of such attorney-in-fact, may be necessary or desirable in connection with the foregoing authority, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 or Regulation 13D of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5, and Schedule 13D and 13G, with respect to the undersigned's holdings of and transactions in securities of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact. This Power of Attorney may be filed with the SEC as a confirming statement of the authority granted herein.

This Power of Attorney may be executed in counterparts, which together constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 26th day of January, 2005.

/s/ Richard Francis Farmer
Richard Francis Farmer

/s/ Jeanne Ann Farmer Grossman
Jeanne Ann Farmer Grossman

/s/ Emily Marjorie Farmer
Emily Marjorie Farmer