



FORM SC 13D/A

COMARCO INC - CMRO

Filed: July 02, 2008 (period:)

An amendment to a SC 13D filing

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 7)*

COMARCO, INC.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

200080109
(CUSIP Number)

Alan S. Parsow
Elkhorn Partners Limited Partnership
2222 Skyline Drive
Elkhorn, NE 68022
(402) 289-3217

with a copy to

David L. Hefflinger
Jason D. Benson
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Suite 3700 First National Tower
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(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

July 2, 2008
(Date of Event which Required Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g) check the following box .

*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 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.

Elkhorn Partners Limited Partnership (the "Partnership") makes this filing to amend certain information previously reported by the Partnership. This filing constitutes Amendment No. 7 to the Schedule 13D of the Partnership. The Partnership amends such prior Schedule 13D reports with respect to the common stock of Comarco, Inc. ("Comarco") by adding the following information to the items indicated.

ITEM 4. PURPOSE OF THE TRANSACTION.

The Partnership believes that the amendment to the Comarco 2005 Equity Incentive Plan increasing the number of shares of Comarco common stock issuable thereunder from 450,000 shares to 1,100,000 shares is excessive, based on the recent financial performance of Comarco and what the Partnership believes to be a depressed price for the Comarco common stock. The Partnership also believes that the Comarco board of directors should take appropriate action to make Dr. William H. Evers, Jr. a director of Comarco.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a)-(b) As of July 2, 2008, the Partnership owns 690,722 shares of Comarco common stock. The Comarco Form 10-Q for the quarter ended April 30, 2008 reported that there were outstanding 7,326,671 shares of Comarco common stock as of June 3, 2008. Based on this number, the Partnership owns approximately 9.4% of the Comarco common stock.

(c) During the past 60 days, the Partnership purchased 1,922 shares of Comarco common stock, in open market transactions, at prices ranging from \$3.21 to \$4.30 per share.

SIGNATURE

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

DATED: July 2, 2008

Elkhorn Partners Limited Partnership

By: Parsow Management LLC, General Partner

By: /s/ Alan S. Parsow

Alan S. Parsow
Sole Manager