



FORM SC 13G

COMARCO INC - CMRO

Filed: February 03, 2009 (period:)

A statement of beneficial ownership of common stock by certain persons

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OMB APPROVAL

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. _____)***

Comarco Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

200080109

(CUSIP Number)

December 31, 2008

(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)

*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 the 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).

SEC 1745 (01-06)

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 control number.

CUSIP No. **200080109**

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).
Gruber and McBaine Capital Management, LLC.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) X
(b)

3. SEC Use Only
.....

Citizenship or Place of Organization
4. **California**

5. Sole Voting Power
0

Number of Shares Beneficially Owned by Each Reporting Person With
6. Shared Voting Power
472,126

7. Sole Dispositive Power
0

8. Shared Dispositive Power
472,126

9. Aggregate Amount Beneficially Owned by Each Reporting Person **472,126**

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions).....

11. Percent of Class Represented by Amount in Row (9)
6.40%

12. Type of Reporting Person (See Instructions) **IA & OO**

CUSIP No. **200080109**

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).
Jon D. Gruber

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) X

(b)

3. SEC Use Only
.....

4. Citizenship or Place of Organization
United States

5. Sole
Voting
Power
44,206

Number of
Shares
Beneficially
Owned by
Each Reporting
Person With

6. Shared
Voting
Power
472,126

7. Sole
Dispositive
Power
44,206

8. Shared
Dispositive
Power
472,126

9. Aggregate Amount Beneficially Owned
by Each Reporting Person **516,332**

10. Check if the Aggregate Amount in Row
(9) Excludes Certain Shares (See
Instructions).....

11. Percent of Class Represented by Amount
in Row (9) **7 %**

12. Type of Reporting Person (See
Instructions) **IN**

CUSIP No. **200080109**

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above
persons (entities only).
J. Patterson McBaine

2. Check the Appropriate Box if a Member
of a Group (See Instructions)

(a) X

(b)

3. SEC Use Only
.....

4. Citizenship or Place of Organization
United States

Number of
Shares
Beneficially
Owned by
Each Reporting
Person With

5. Sole
Voting
Power
48,680

6. Shared
Voting
Power
472,126

7. Sole
Dispositive
Power
48,680

8. Shared
Dispositive
Power

9. Aggregate Amount Beneficially Owned by Each Reporting Person **520,806**

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions).....

11. Percent of Class Represented by Amount in Row (9) **7.10%**

12. Type of Reporting Person (See Instructions) **IN**

CUSIP No. **200080109**

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).
Eric B. Swergold

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) X

(b)

3. SEC Use Only
.....

4. Citizenship or Place of Organization
United States

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 0
		<hr/>
	6.	Shared Voting Power 472,126
		<hr/>
	7.	Sole Dispositive Power 0
		<hr/>
	8.	Shared Dispositive Power 472,126

9. Aggregate Amount Beneficially Owned by Each Reporting Person **454,277**

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions).....

11. Percent of Class Represented by Amount in Row (9) **6.40%**

12. Type of Reporting Person (See Instructions) **IN**

Item 1.

(a) Name of Issuer:

Comarco Inc.

(b) Address of Issuer's Principal Executive Offices:

2 Cromwell
Irvine, CA 92618

Item 2.

Name of Person Filing:

**Gruber & McBaine
Capital Management,
LLC ("GMCM")**

(a) **Jon D. Gruber
("Gruber")**

**J. Patterson McBaine
("McBaine")**

**Eric Swergold
("Swergold")**

Address of Principal
Business Office or, if
none, Residence:

(b) **50 Osgood Place,
Penthouse, San
Francisco, CA
94133**

(c) Citizenship: See item 4
of cover sheet.

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

(e) CUSIP Number:
200080109

**Item 3. If this statement is filed pursuant to
240.13d-1(b) or 240.13d-2(b) or (c),
check whether the person filing is a:**

(a) Broker or
dealer
registered
under section
15 of the Act
(15 U.S.C.
78o).

(b) Bank as
defined in
section
3(a)(6) of the
Act (15
U.S.C. 78c).

(c) Insurance
company as

- defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
- (e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the

Investment
Company
Act of 1940
(15 U.S.C.
80a-3);

(j) Group, in
accordance
with
240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

See Items 5-9 and 11 of the cover page for each Filer.

**Item 5. Ownership of Five 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 [].

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

GMCM is a registered investment advisor whose clients have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the Stock. Gruber & McBaine are the Managers, controlling persons and portfolio managers of GMCM. No individual clients holdings of the Stock are more than five percent of the outstanding Stock. Lagunitas is an investment limited partnerships of which GMCM is the general partner.

**Item 7. Identification and Classification of
the Subsidiary Which Acquired the
Security Being Reported on By the
Parent Holding Company or
Control Person.**

Not Applicable

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

GMCM, Gruber, McBaine and Swergold constitute a group within the meaning of Rule 13d-5(b). Lagunitas is not a member of any group and disclaims beneficial ownership of the securities with respect to its ownership is repositied.

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. Certification

- (a) The following certification shall be included with respect to GMCM, Gruber and McBaine:

By signing below I certify that, to the best of my 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 held 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.

- (b) The following
certification shall be
included with respect to
Lagunitas and
Swergold:

By
signing
below
I
certify
that,
to the
best
of my
knowledge
and
belief,
the
securities
referred
to
above
were
not
acquired
and
are
not
held
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: January 27, 2009

Gruber & McBaine Capital Management, LLC

By: /s/ J. Patterson McBaine

Title: Manager

/s/ Jon D. Gruber

Jon D. Gruber

/s/ J. Patterson McBaine

J. Patterson McBaine

/s/ Eric B. Swergold

Eric B. Swergold

Attention:

**Intentional misstatements or omissions of fact constitute Federal criminal violations
(See 18 U.S.C. 1001)**

