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FRESH AMERICA CORP  
 Form 4  
 April 29, 2002

FORM 4 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(f) of the Investment Company Act of 1940

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5  
 obligations may continue. See Instruction 1(b). (Print or Type Responses)

1. Name and Address of Reporting Person\*  
 Gruber & McBaine Capital Mgmt LLC, 50 Osgood Place, San Francisco, CA 94133
2. Issuer Name and Ticker or Trading Symbol  
 Fresh America (FRES)
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
4. Statement for Month/Year 04/02
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner  Officer (give title below)  Other (specify below)
7. Individual or Joint/Group Reporting (check applicable line)  
 Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

Table I-Non-Derivative Securities Acquired, Disposed of, or Beneficially  
 Owned

1. Title of Security (Instr. 3)
2. Trans-action Date (Month/ Day/ Year)
3. Trans-action Code (Instr. 8)
4. Securities Acquired (A) or Disposed of (D) - Amount, A or D, Price
5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year
6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)
7. Nature of Indirect Beneficial Ownership (Instr. 4)

| 1.     | 2.        | 3.   | 4.     | 4.  | 4.    | 5.      | 6.        | 7              |
|--------|-----------|------|--------|-----|-------|---------|-----------|----------------|
| Title  | Date      | Code | Amount | A/D | Price | Owned   | Ownership | Nature         |
| Common | 1/4/2002  | b    | 10000  | A   | 0.12  | 734,300 | I         | By LP and IAA* |
| Common | 1/4/2002  | b    | 5000   | A   | 0.12  | 734,300 | I         | By LP and IAA* |
| Common | 3/6/2002  | b    | 15000  | A   | 0.14  | 734,300 | I         | By LP and IAA* |
| Common | 3/6/2002  | b    | 5000   | A   | 0.14  | 734,300 | I         | By LP and IAA* |
| Common | 3/11/2002 | b    | 30000  | A   | 0.18  | 734,300 | I         | By LP and IAA* |
| Common | 3/11/2002 | b    | 10000  | A   | 0.18  | 734,300 | I         | By LP and IAA* |
| Common | 3/13/2002 | b    | 5000   | A   | 0.17  | 734,300 | I         | By LP and IAA* |
| Common | 3/13/2002 | b    | 2000   | A   | 0.17  | 734,300 | I         | By LP and IAA* |
| Common | 3/13/2002 | b    | 3000   | A   | 0.17  | 734,300 | I         | By LP and IAA* |
| Common | 3/15/2002 | b    | 4000   | A   | 0.30  | 734,300 | I         | By LP and IAA* |
| Common | 3/20/2002 | b    | 20000  | A   | 0.40  | 734,300 | I         | By LP and IAA* |
| Common | 3/20/2002 | b    | 5000   | A   | 0.40  | 734,300 | I         | By LP and IAA* |
| Common | 3/20/2002 | b    | 10000  | A   | 0.40  | 734,300 | I         | By LP and IAA* |
| Common | 3/20/2002 | b    | 10000  | A   | 0.40  | 734,300 | I         | By LP and IAA* |

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\*By LP and IAA= By Limited Partnerships and Investment Advisory Accounts

Table II-Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts calls warrants options, convertible securities)

- 1. Title of Derivative Security (Instr. 3)
- 2. Conversion or Exercise Price of Derivative Security
- 3. Transaction Date (Month/ Day/ Year)
- 4. Transaction Code (Instr. 8)
- 5. Number of Derivative Securities Acquired (A) or Disposed of (D)
- 6. Date Exercisable and Expiration Date (Month/Day/Year)
- 7. Title and Amount of Underlying Securities (Instr. 3 and 4)
- 8. Price of Derivative Security (Instr. 5)
- 9. Number of Derivative Securities Beneficially Owned at End of Year
- 10. Ownership of Derivative Security: Direct (D) or Indirect (I)
- 11. Nature of Indirect Beneficial Ownership

| Title | Price | Date | Code | Exercise | Transaction Number A or D | Date Exercise | Title | Number Owned | Ownership D/I | Nature |
|-------|-------|------|------|----------|---------------------------|---------------|-------|--------------|---------------|--------|
| ----- |       |      |      |          |                           |               |       |              |               |        |

Explanation of Responses:

\_\_\_\_\_  
\*\*Signature of Reporting Person

\_\_\_\_\_  
Date

\*\*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 provided is insufficient, see Instruction 6 for procedure.