

SYNTROLEUM CORP
Form 3
March 30, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â TYSON FOODS INC | | (Month/Day/Year) | SYNTROLEUM CORP [SYNM] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 2200 DON TYSON PARKWAY | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| SPRINGDALE,Â ARÂ 72762 | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input type="checkbox"/> 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) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | | | |
| | | Title | Amount or Number of Shares | | |

| | | | | | | | |
|-------------------|------------|------------|--------------|------------------|---------|---|---|
| Warrant Tranche I | Â (1) | Â (1) | Common Stock | 4,250,000 (2) | \$ 2.87 | D | Â |
| Warrants | 10/21/2008 | 10/20/2012 | Common Stock | 8,000,000 (2) | \$ 0.01 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| TYSON FOODS INC 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762 | Â | Â X | Â | Â |
| TYSON LIMITED PARTNERSHIP 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762 | Â | Â X | Â | Â |
| TYSON DONALD J 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762 | Â | Â X | Â | Â |

Signatures

By: by: R. Read Hudson, Vice President, Assoc. General Counsel and Secretary

03/30/2009

__Signature of Reporting Person

Date

By: /s/Harry C. Erwin III, General Partner, on behalf of Tyson Limited Partnership

03/30/2009

__Signature of Reporting Person

Date

/s/ Tyson, Donald J.

03/30/2009

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

Tyson Foods, Inc. ("Tyson") and Syntroleum Corporation ("Issuer") formed Dynamic Fuels LLC, a 50/50 joint venture, that is building a renewable fuels refinery in Geismar, LA. Upon the formation of the joint venture the parties entered into a Warrant Agreement, dated (1) June 22, 2007. Under the warrant agreement, Tyson was issued Warrant Tranche I, which will become exercisable on the first anniversary of the Geismar, LA. plant commencing commercial operations and expires if not exercised before the third anniversary of the initial commercial operation date.

(2) The reported warrants are owned directly by Tyson and may be deemed to be beneficially owned (i) by the Tyson Limited Partnership ("TLP") which has 69.76% of the voting rights in Tyson and (ii) by Donald J. Tyson who has approximately 54% combined interest as a general and limited partner in the Tyson Limited Partnership and therefore the TLP and Donald J. Tyson have an indirect beneficial ownership of the warrants held by Tyson. The TLP and Donald J. Tyson disclaim any beneficial ownership in the Warrants.

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

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