

SYNTROLEUM CORP

Form 3

March 30, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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 *

Â TYSON FOODS INC

(Last) (First) (Middle)

2200 DON TYSON PARKWAY

(Street)

SPRINGDALE,Â ARÂ 72762

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

10/21/2008

3. Issuer Name and Ticker or Trading Symbol
SYNTROLEUM CORP [SYNM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned1. 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)

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 control number.

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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect
(I)
(Instr. 5)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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

Reporting Owners

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

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 (2) 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.

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 number.