

Leonard Bernard  
 Form 3/A  
 November 19, 2008

**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 <b>and</b> Ticker or Trading Symbol	
Â Leonard Bernard		(Month/Day/Year)	TYSON FOODS INC [(TSN)]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
			(Check all applicable)	10/19/2007
2210 WEST OAKLAWN DRIVE			___ Director	6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)			__X__ Officer	_X_ Form filed by One Reporting Person
SPRINGDALE,Â ARÂ 72762			(give title below) (specify below)	___ Form filed by More than One Reporting Person
(City)	(State)	(Zip)	Group VP of Food Service	

**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)
Class A Common Stock	57,104 <sup>(1)</sup>	D	Â
Class A Common Stock	1,144	I	By Employee Stock Purchase Plan
Class A Common Stock	52,734	I	By Trust

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)**

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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 Derivative 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			
Non Qualified Stock Option (right to buy)	10/10/2004 <sup>(2)</sup>	10/10/2012	Class A Common Stock	6,960	\$ 9.64	D	Â
Non-Qualified Stock Option (right to buy)	03/29/2003 <sup>(3)</sup>	03/29/2011	Class A Common Stock	20,000	\$ 11.5	D	Â
Non-Qualified Stock Option (right to buy)	10/15/2003 <sup>(2)</sup>	10/15/2011	Class A Common Stock	6,960	\$ 9.32	D	Â
Non-Qualified Stock Option (right to buy)	09/19/2005 <sup>(2)</sup>	09/19/2013	Class A Common Stock	6,960	\$ 13.33	D	Â
Non-Qualified Stock Option (right to buy)	Â <sup>(2)</sup>	09/29/2014	Class A Common Stock	10,000	\$ 15.96	D	Â
Non-Qualified Stock Option (right to buy)	11/16/2007 <sup>(2)</sup>	11/16/2015	Class A Common Stock	10,000	\$ 16.35	D	Â
Non-Qualified Stock Option(right to buy)	11/17/2008 <sup>(2)</sup>	11/17/2016	Class A Common Stock	40,000	\$ 15.37	D	Â
Performance Shares	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Class A Common Stock	23,614.6096	\$ <sup>(4)</sup>	D	Â
Performance Shares	Â <sup>(5)</sup>	Â <sup>(5)</sup>	Class A Common Stock	21,008.4034	\$ <sup>(5)</sup>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Leonard Bernard 2210 WEST OAKLAWN DRIVE SPRINGDALE,Â ARÂ 72762	Â	Â	Â Group VP of Food Service	Â

## Signatures

/s/ Leonard,  
Bernard

11/19/2008

\_\_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).
- (1) Because of a clerical error, the number of shares should have been reported as 56,799 instead of 57,104.
  - (2) The stock options vest at 40% on the second anniversary of the grant date, the date indicated herein is the first vesting date, and 20% each year thereafter for 3 years.
  - (3) The Stock Options become exercisable in four equal annual installments, commencing two years after the date of grant, 03-29-01.  
The award will vest or expire two business days following the Issuer's public announcement of its earnings for the 2009 fiscal year based upon a comparison of the market price of the Issuer's Class A Common Stock to a peer group of publicly traded companies and the
  - (4) achievement by the Issuer of certain goals related to return on invested capital. The number of performance shares that can vest under the awards range from 50% to 150% of a target level, and the number of derivative securities reported herein is at the maximum vesting level of 150%.  
The award will vest or expire two business days following the Issuer's 2010 fiscal year based upon a comparison of the market price of the Issuer's Class A Common Stock to a peer group of publicly traded companies. The number of performance shares that can vest under
  - (5) the awards range from 50% to 150% of a target level, and the number of derivative securities reported herein is at the maximum vesting level of 150%.

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.