

GENESCO INC
Form 3
June 20, 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 and Ticker or Trading Symbol	
Â Anchorage Advisors, LLC		(Month/Day/Year)	GENESCO INC [GCO]	
(Last)	(First)	(Middle)	06/10/2008	
610 BROADWAY,Â 6TH FLOOR			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NEW YORK,Â NYÂ 10012			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(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)
COMMON STOCK	1,875,566	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u>

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

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Anchorage Advisors, LLC 610 BROADWAY 6TH FLOOR NEW YORK, NY 10012	Â	Â X	Â	Â
Anchorage Capital Master Offshore, Ltd 610 BROADWAY 6TH FLOOR NEW YORK, NY 10012	Â	Â X	Â	Â
Davis Anthony Lynn 610 BROADWAY 6TH FLOOR NEW YORK, NY 10012	Â	Â X	Â	Â
Ulrich Kevin Michael 610 BROADWAY 6TH FLOOR NEW YORK, NY 10012	Â	Â X	Â	Â

Signatures

/s/ Kevin M. Ulrich, Director of Anchorage Capital Master Offshore, Ltd	06/20/2008
**Signature of Reporting Person	Date
/s/ Anthony L. Davis, Managing Member of Anchorage Advisors, LLC	06/20/2008
**Signature of Reporting Person	Date
/s/ Anthony L. Davis, Managing Member of Anchorage Advisors Management, LLC	06/20/2008
**Signature of Reporting Person	Date
/s/ Anthony L. Davis	06/20/2008
**Signature of Reporting Person	Date
/s/ Kevin M. Ulrich	06/20/2008
**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) These shares of the issuer's common stock, par value \$1.00 per share ("Shares") are held for the account Anchorage Capital Master Offshore, Ltd., a Cayman Islands exempted company. Anchorage Advisors, LLC is the investment advisor to Anchorage Capital Master Offshore, Ltd. Anchorage Advisors Management, LLC is the managing member of Anchorage Advisors, LLC. Anthony L. Davis is the President of Anchorage Advisors, LLC and a managing member of Anchorage Advisors Management, LLC. Kevin M. Ulrich is the Chief

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Executive Officer of Anchorage Advisors, LLC and the other managing member of Anchorage Advisors Management, LLC.

- (2) These Shares held for Anchorage Capital Master Offshore, Ltd. constitute approximately 9.78% of the total number of Shares outstanding. Reporting persons held approximately 11.21% (2,150,566 Shares of the issuer) as of June 10, 2008 (as per the information provided by the Issuer on its most recently filed quarterly report on Form 10-Q, there were 19,177,348 Shares outstanding).

- (3) As a result, each of the reporting persons may be deemed to be a beneficial owner of the securities held by Anchorage Capital Master Offshore, Ltd. for purposes of Rule 16a-1(a)(1) under the Securities Exchange Act of 1934 (the "Exchange Act"). Mr. Davis, Mr. Ulrich and Anchorage Advisors LLC disclaim beneficial ownership within the meaning of Rule 16a-1(a)(2) under the Exchange Act in the securities owned by Anchorage Capital Master Offshore, Ltd. except to the extent, if any, of their pecuniary interest therein.

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.