

# TYSON FOODS INC

Reported by  
**TYSON DONALD J**

## FORM 4/A

(Amended Statement of Changes in Beneficial Ownership)

Filed 05/05/06 for the Period Ending 02/06/06

Address	2200 DON TYSON PARKWAY SPRINGDALE, AR 72762-6999
Telephone	479-290-4000
CIK	0000100493
Symbol	TSN
SIC Code	2015 - Poultry Slaughtering and Processing
Industry	Food Processing
Sector	Consumer/Non-Cyclical
Fiscal Year	09/30

# FORM 4

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

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

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2008  
Estimated average burden hours per response... 0.5

**STATEMENT OF CHANGES IN 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(f) of the  
Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>TYSON DONALD J</b>			<b>TYSON FOODS INC [ TSN ]</b>			<input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)					
			<b>2/6/2006</b>					
<b>PO BOX 2020, 2210 WEST OAKLAWN</b>			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)			<b>5/4/2006</b>			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)						
<b>SPRINGDALE, AR 72765</b>								

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	2/6/2006		C (1)		750000	D	\$0	0	D	
Class A Common Stock	2/6/2006		C (1)		750000	A	\$0	750000	D	
Class A Common Stock	5/2/2006		S		750000	D	\$14.64	0	D	
Class B Common Stock	4/26/2006		J (2)	V	2715615	A	\$0	4888107	I	By TLP Investment, L.P.
Class B Common Stock	4/26/2006		J (2)	V	2715615 (3)	D	\$0	47169450 (4)	I	By Tyson Limited Partnership
Class B Common Stock								1629369	I	By TLPCRT, L.P.
Class A Common Stock								97513 (5)	I	ESPP

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				

**Explanation of Responses:**

(1) On February 6, 2006, the reporting person converted 750,000 shares of Class B Common Stock into shares of Class A Common Stock on a one-for-one basis for no cost; accordingly, there was no applicable purchase or sale.

- (2) The reporting person has approximately a 54% combined interest as a general and limited partner in the Tyson Limited Partnership. Since the reporting person's last report, 5,000,000 shares of Class B Common Stock previously held directly by the Tyson Limited Partnership have been contributed to TLP Investment, L.P., a limited partnership for which the Tyson Limited Partnership directly or indirectly holds all of the outstanding beneficial interests. The Tyson Limited Partnership also retains sole dispositive power and voting rights with respect to the shares held by TLP Investment, L.P.
- (3) Reporting person's interest in amount contributed by the Tyson Limited Partnership to TLP Investment, L.P. was incorrect on previous filing, such amount has been increased by 30 shares to correct this error.
- (4) Reporting person's share total was understated in previous filings by 30 shares due to a clerical error.
- (5) Includes 9,794 shares purchased from 06-01-05 through 03-31-06 for the reporting person's account in the Tyson Foods, Inc Employee Stock Purchase Plan which transactions are exempt under Section 16 (b)(3).

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>TYSON DONALD J</b> <b>PO BOX 2020</b> <b>2210 WEST OAKLAWN</b> <b>SPRINGDALE, AR 72765</b>	<b>X</b>	<b>X</b>		

**Signatures**

**By: By: R. Read Hudson, by power of attorney for**

**5/5/2006**

\*\* Signature of Reporting Person

Date

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

\* If the form is filed by more than one reporting person, *see* Instruction 4(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).

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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