

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-28**

SEC Accession No. **0000909518-05-000295**

([HTML Version](#) on secdatabase.com)

ISSUER

TENGASCO INC

CIK: **1001614** | IRS No.: **870267438** | State of Incorp.: **TN** | Fiscal Year End: **1231**
SIC: **1311** Crude petroleum & natural gas

Mailing Address
630 MAIN AVENUE
SUITE 500
KNOXVILLE TN 37902

Business Address
603 MAIN AVE
SUITE 500
KNOXVILLE TN 37902
4235231124

REPORTING OWNER

Bird John T

CIK: **1322351**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790818**

Mailing Address
C/O SC FUNDAMENTAL LLC
747 THIRD AVENUE, 27TH
FLOOR
NEW YORK NY 10017

Business Address
212-888-9100

COLLERY PETER M

CIK: **1061883**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790820**

Mailing Address
10 EAST 50TH ST
21ST FL
NEW YORK NY 10022

Business Address
2128889100

PMC-BVI, Inc.

CIK: **1322317** | State of Incorp.: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790821**

Mailing Address
C/O SC FUNDAMENTAL LLC
747 THIRD AVENUE, 27TH
FLOOR
NEW YORK NY 10017

Business Address
C/O SC FUNDAMENTAL LLC
747 THIRD AVENUE, 27TH
FLOOR
NEW YORK NY 10017
212-888-9100

SC BVI PARTNERS

CIK: **1218022**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790822**

Mailing Address
747 THIRD AVENUE
27TH FLOOR
NEW YORK NY 10017

SC FUNDAMENTAL LLC

CIK: **1122345**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790825**

Mailing Address
747 THIRD AVENUE
27TH FLOOR
NEW YORK NY 10017

Business Address
747 THIRD AVENUE
27TH FLOOR
NEW YORK NY 10017
2128889100

SC Fundamental Value Fund, L.P.

Mailing Address
C/O SC FUNDAMENTAL LLC
Business Address
C/O SC FUNDAMENTAL LLC

CIK: **1322318** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790826**

747 THIRD AVENUE, 27TH
FLOOR
NEW YORK NY 10017

747 THIRD AVENUE, 27TH
FLOOR
NEW YORK NY 10017
212-888-9100

SC Fundamental Value BVI, Ltd.

CIK: **1322379** | State of Incorporation: **D8** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790824**

Mailing Address
C/O CITCO FUND SERVICES
(CAYMAN ISLANDS)
CORPORATE CENTER, WEST
BAY ROAD
GRAND CAYMAN E9 N-A

Business Address
C/O CITCO FUND SERVICES
(CAYMAN ISLANDS)
CORPORATE CENTER, WEST
BAY ROAD
GRAND CAYMAN E9 N-A
345-949-3977

KOFFLER NEIL H

CIK: **1218620**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790819**

Mailing Address
C/O SC FUNDAMENTAL LLC
420 LEXINGTON AVE
STE.2601
NEW YORK NY 10170

SC Fundamental BVI, Inc.

CIK: **1322320** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-15555** | Film No.: **05790823**

Mailing Address
C/O SC FUNDAMENTAL LLC
747 THIRD AVENUE, 27TH
FLOOR
NEW YORK NY 10017

Business Address
C/O SC FUNDAMENTAL LLC
747 THIRD AVENUE, 27TH
FLOOR
NEW YORK NY 10017
212-888-9100

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: 02/28/2011
 Estimated average burden
 hours per response 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person SC Fundamental Value Fund, L.P.			2. Issuer Name and Ticker or Trading Symbol TENGASCO INC [TGC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Member of 13G Group (1)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/28/2005					
747 THIRD AVENUE, 27TH FLOOR			4. If Amendment, Date Original Filed(Month/Day/Year)			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		
(Street) NEW YORK, NY 10017								
(City)	(State)	(Zip)						

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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			
Common Stock	04/28/2005		P ⁽²⁾		19,580	A	\$0.24	3,187,870	D ⁽¹⁾ (3)	
Common Stock	04/28/2005		P ⁽⁴⁾		16,020	A	\$0.24	2,608,230	D ⁽¹⁾ (5)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		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					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

SC Fundamental Value Fund, L.P. 747 THIRD AVENUE 27TH FLOOR NEW YORK, NY 10017				Member of 13G Group (1)
SC FUNDAMENTAL LLC 747 THIRD AVENUE 27TH FLOOR NEW YORK, NY 10017				Member of 13G Group (1)
SC Fundamental Value BVI, Ltd. C/O CITCO FUND SERVICES (CAYMAN ISLANDS) CORPORATE CENTER, WEST BAY ROAD GRAND CAYMAN, E9 N-A				Member of 13G Group (1)
SC Fundamental BVI, Inc. 747 THIRD AVENUE 27TH FLOOR NEW YORK, NY 10017				Member of 13G Group (1)
SC BVI PARTNERS 747 THIRD AVENUE 27TH FLOOR NEW YORK, NY 10017				Member of 13G Group (1)
PMC-BVI, Inc. 747 THIRD AVENUE 27TH FLOOR NEW YORK, NY 10017				Member of 13G Group (1)
COLLERY PETER M C/O SC FUNDAMENTAL LLC 747 THIRD AVENUE, 27TH FLOOR NEW YORK, NY 10017				Member of 13G Group (1)
KOFFLER NEIL H C/O SC FUNDAMENTAL LLC 747 THIRD AVENUE, 27TH FLOOR NEW YORK, NY 10017				Member of 13G Group (1)
Bird John T C/O SC FUNDAMENTAL LLC 747 THIRD AVENUE, 27TH FLOOR NEW YORK, NY 10017				Member of 13G Group (1)

Explanation of Responses:

1. See Exhibit 99.1 for the identities of each Reporting Person and for a table of all shares beneficially owned directly or indirectly by each of the Reporting Persons.
2. Purchased by SC Fundamental Value Fund, L.P
3. Directly owned by SC Fundamental Value Fund, L.P.
4. Purchased by SC Fundamental Value BVI, Ltd.
5. Directly owned by SC Fundamental Value BVI, Ltd.

Signatures

[See Exhibit 99.1 for Signatures](#)

** Signature of Reporting Person

[05/02/2005](#)

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.

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 Number.

NAME AND ADDRESS OF REPORTING PERSON:

SC Fundamental Value Fund, L.P.
747 Third Avenue
27th Floor
New York, New York 10017

ISSUER NAME AND TICKER OR TRADING SYMBOL:

Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED:

April 28, 2005

Explanation of Responses:

This Form 4 is filed by SC Fundamental Value Fund, L.P. ("Fund"), SC Fundamental LLC ("SCFLLC"), SC Fundamental Value BVI, LTD., SC - BVI Partners, PMC-BVI, Inc., SC Fundamental BVI, Inc., Peter M. Collery ("Collery"), Neil H. Koffler ("Koffler") and John T. Bird ("Bird") (each a "Reporting Person"). Each Reporting Person is a member of a 13G Group reporting more than 10% ownership of the Common Stock of Tengasco, Inc.

<TABLE>
<CAPTION>

Reporting Person -----	Amount of Securities Beneficially Owned Following Reported Transaction(s) -----	Ownership Form: Direct (D) or Indirect (I) -----	Nature of Indirect Beneficial Ownership -----
<S>	<C>	<C>	<C>
SC Fundamental Value Fund, L.P.	3,187,870	D	
SC Fundamental LLC	3,187,870	I	(1)
Peter M. Collery	3,187,870	I	(2)
Neil H. Koffler	3,187,870	I	(3)
John T. Bird	3,187,870	I	(4)
SC Fundamental Value BVI, Ltd.	2,608,230	D	
SC-BVI Partners	None		
SC Fundamental BVI, Inc.	None		
PMC-BVI, Inc.	None		

</TABLE>

- (1) Includes shares owned by the Fund. SCFLLC is the general partner of the Fund.
 (2) Includes shares owned by SCFLLC. Collery is a member of SCFLCC.
 (3) Includes shares owned by SCFLLC. Koffler is a member of SCFLCC.
 (4) Includes shares owned by SCFLLC. Bird is a member of SCFLCC.

Each Reporting Person disclaims beneficial ownership of all indirectly owned securities reported on this Form in excess of such Reporting Person's pecuniary interest therein.

JOINT FILER INFORMATION

NAME: SC Fundamental Value Fund, L.P.

ADDRESS: 747 Third Avenue
27th Floor
New York, New York 10017

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting more than 10% ownership.

SIGNATURE: SC Fundamental Value Fund, L.P.

By: SC Fundamental LLC,
as General Partner

By: /s/ Neil H. Koffler

Neil H. Koffler
Member

Dated: May 2, 2005

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JOINT FILER INFORMATION

NAME: SC Fundamental LLC

ADDRESS: 747 Third Avenue
27th Floor
New York, New York 10017

DESIGNATED FILER: SC Fundamental Value Fund, L.P.

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting more than 10% ownership.

SIGNATURE: SC Fundamental LLC

By: /s/ Neil H. Koffler

Neil H. Koffler
Member

Dated: May 2, 2005

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JOINT FILER INFORMATION

NAME: SC Fundamental Value BVI, Ltd.

ADDRESS: c/o Citco Fund Services (Cayman Islands) Ltd.
Corporate Center
West Bay Road
Grand Cayman, Cayman Islands

DESIGNATED FILER: SC Fundamental Value Fund, L.P.

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting more than 10% ownership.

SIGNATURE: SC Fundamental Value BVI, Ltd.

By: SC Fundamental BVI, Inc.,
as managing general partner of
investment manager

By: /s/ Neil H. Koffler

Neil H. Koffler
Vice President

Dated: May 2, 2005

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JOINT FILER INFORMATION

NAME: SC Fundamental BVI, Inc.

ADDRESS: 747 Third Avenue
27th Floor
New York, New York 10017

DESIGNATED FILER: SC Fundamental Value Fund, L.P.

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting more than 10% ownership.

SIGNATURE: SC Fundamental BVI, Inc.

By: /s/ Neil H. Koffler

Neil H. Koffler
Vice President

Dated: May 2, 2005

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JOINT FILER INFORMATION

NAME: SC - BVI Partners

ADDRESS: 747 Third Avenue
27th Floor
New York, New York 10017

DESIGNATED FILER: SC Fundamental Value Fund, L.P.

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting
more than 10% ownership.

SIGNATURE: SC - BVI Partners

By: SC Fundamental BVI, Inc.,
as managing general partner

By: /s/ Neil H. Koffler

Neil H. Koffler
Vice President

Dated: May 2, 2005

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JOINT FILER INFORMATION

NAME: PMC - BVI, Inc.

ADDRESS: 747 Third Avenue
27th Floor
New York, New York 10017

DESIGNATED FILER: SC Fundamental Value Fund, L.P.

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting
more than 10% ownership.

SIGNATURE: PMC - BVI, Inc.

By: /s/ Neil H. Koffler

Neil H. Koffler
Secretary

Dated: May 2, 2005

JOINT FILER INFORMATION

NAME: Peter M. Collery

ADDRESS: c/o SC Fundamental LLC
747 Third Avenue
27th Floor
New York, New York 10017

DESIGNATED FILER: SC Fundamental Value Fund, L.P.

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting
more than 10% ownership.

SIGNATURE: /s/ Neil H. Koffler

Neil H. Koffler as
Attorney-in-fact for Peter Collery

Dated: May 2, 2005

JOINT FILER INFORMATION

NAME: Neil H. Koffler

ADDRESS: c/o SC Fundamental LLC
747 Third Avenue
27th Floor
New York, New York 10017

DESIGNATED FILER: SC Fundamental Value Fund, L.P.

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting
more than 10% ownership.

SIGNATURE: /s/ Neil H. Koffler

Neil H. Koffler

Dated: May 2, 2005

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JOINT FILER INFORMATION

NAME: John T. Bird

ADDRESS: c/o SC Fundamental LLC
747 Third Avenue
27th Floor
New York, New York 10017

DESIGNATED FILER: SC Fundamental Value Fund, L.P.

ISSUER AND TICKER SYMBOL: Tengasco, Inc. (TGC)

DATE OF EARLIEST TRANSACTION REQUIRED TO BE REPORTED: April 28, 2005

RELATIONSHIP OF REPORTING PERSONS TO ISSUER: Member of 13G Group reporting
more than 10% ownership.

SIGNATURE: /s/ Neil H. Koffler

Neil H. Koffler as
Attorney-in-fact for John T. Bird

Dated: May 2, 2005

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