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TESSLER ALLAN R

Form 3

March 25, 2019

FORM 3

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

OMB Number:

3235-0104

OMB APPROVAL

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Expires:

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement TEXAS PACIFIC LAND TRUST [TPL] TESSLER ALLAN R (Month/Day/Year) 03/15/2019 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 2500 MOOSE-WILSON ROAD (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting Officer Other Person (give title below) (specify below) WILSON, WYÂ 83014 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Ι See Footnotes (1) (2) (3)Sub-share Certificates of Proprietary Interest 10,330 (1) Sub-share Certificates of Proprietary Interest 1,300 I See Footnotes (2) (3) (4) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

1. Title of Derivative Security 2. Date Exercisable and 3. Title and Amount of 6. Nature of Indirect (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security:

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Date Expiration Title Exercisable Date

Amount or Security Number of Shares Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TESSLER ALLAN R 2500 MOOSE-WILSON ROAD Â Â Â Â WILSON, WYÂ 83014

Signatures

/s/ Allen R. 03/25/2019

**Signature of Date
Reporting Person

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).

Represents the Issuer's Sub-share Certificates of Proprietary Interest, par value \$.03-1/3 (the "Shares") held by ART-FGT Family Partners Limited, a Wyoming limited partnership ("ART-FGT LP"). The general partner of ART-FGT LP is Tessler FMC, LLC, a Wyoming limited liability company ("Tessler LLC"). Mr. Tessler and his spouse, Frances G. Tessler, are the members of Tessler LLC. Andrea

- (1) Tessler and Karla Tessler, daughters of Mr. Tessler, are the managers of Tessler LLC. Mr. Tessler is a partner and controls ART-FGT LP. ART-FGT LP and Mr. Tessler may be deemed to share voting power and dispositive power with respect to such Shares. Mr. Tessler disclaims beneficial ownership of the 10,330 Shares held by ART-FGT LP for purposes of Section 16 of the Securities Exchange Act of 1934 (the "Act"), except for his pecuniary interest therein.
- SoftVest Advisors LLC, a Delaware limited liability company ("SoftVest Advisors"), Horizon Kinetics LLC, a Delaware limited liability company ("Horizon"), ART-FGT LP and Tessler Family Limited Partnership, a Wyoming limited partnership ("Tessler Family LP") have entered into a Cooperation Agreement, dated May 15, 2019 (the "Cooperation Agreement"). As a result of the Cooperation Agreement, SoftVest Advisors, SoftVest L.P., a Delaware limited partnership ("SoftVest LP"), Eric L. Oliver ("Mr. Oliver"), ART-FGT LP, Tessler Family LP, Mr. Tessler and Horizon may be deemed to have formed a "group" pursuant to Rule 13d-5(b)(1) promulgated under the Act.
 - Each of the parties to the Cooperation Agreement may also be deemed to share voting power and dispositive power with respect to each other party's Shares as a result of the covenants and restrictions set forth in the Cooperation Agreement. Therefore, each of the parties to the Cooperation Agreement may be deemed to beneficially own all Shares beneficially owned by the other parties to the Cooperation
- (3) Agreement, but each party to the Cooperation Agreement disclaims any beneficial ownership or pecuniary interest with respect to the Shares held by the other parties. The Shares in this Form 3 do not include the Shares owned by SoftVest LP, SoftVest Advisors, Mr. Oliver and Horizon.
 - Represents Shares held by Tessler Family LP. The general partner of Tessler Family LP is Apres Vous, LLC, a Wyoming limited liability company ("Apres LLC"). Andrea Tessler, Karla Tessler and Christopher Tessler, the children of Mr. Tessler, are the members of Apres LLC. Andrea Tessler and Karla Tessler and Christopher Tessler, the children of Mr. Tessler and Christopher Tessler.
- (4) LLC. Andrea Tessler and Karla Tessler are the managers of Apres LLC. Mr. Tessler is a partner and controls Tessler Family LP. Tessler Family LP and Mr. Tessler may be deemed to share voting power and dispositive power with respect to the such Shares. Mr. Tessler disclaims beneficial ownership of the 1,300 shares held by Tessler Family LP for purposes of Section 16 of the Act, except for his 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.

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