

GENCOR INDUSTRIES INC
Form SC 13D/A
June 06, 2007

**UNITED STATES
SECURITIES AND EXCHANGE**

COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 5)*

GENCOR INDUSTRIES, INC.

(Name of Issuer)

Class A Common Stock

(\$.10 par value)

(Title of Class of Securities)

368678108

(CUSIP Number)

Mark Shefts c/o Domestic Securities, Inc., 160 Summit Avenue, Montvale, NJ 07645 (201) 782-0888

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

April 12, 2007

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 368678108

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)

Wanda Shefts

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Source of Funds (See Instructions)

N/A

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

United States

Number of 7. Sole Voting Power

Shares 222,000

Beneficially 8. Shared Voting Power

Owned by 111,715

Each 9.

Reporting

Person With

Sole Dispositive Power

222,000

10. Shared Dispositive Power

111,715

11. Aggregate Amount Beneficially Owned by Each Reporting Person

333,715

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

4.2%

14. Type of Reporting Person (See Instructions)

IN

Item 1. Security and Issuer

Class A Common Stock, \$.10 par value

Gencor Industries, Inc., 5201 North Orange Blossom Trail, Orlando, FL 32810

Item 2. Identity and Background

Wanda Shefts, the Reporting Person, has an address of 4461 Waters Edge Lane, Sanibel, FL 33957.

Ms. Shefts is a US citizen and has not during the last 5 years been convicted of a crime or been party to a civil proceeding which subjected her to a judgment or decree relating to violations of federal or state securities laws.

Item 3. Source and Amount of Funds or Other Consideration N/A

Item 4. Purpose of Transaction N/A

Item 5. Interest in Securities of the Issuer

Wanda Shefts owns beneficially 333,715 shares (4.2% of the class), of which 222,000 shares are owned by a trust f/b/o Wanda Shefts, of which she is Trustee, and 111,715 shares are owned by a family LP, the general partner of which Mrs. Shefts is a director, Vice President and the sole stockholder. Mrs. Shefts spouse, Mark Shefts, is the President, Treasurer and a director of such general partner. Ms. Shefts has sole voting and investment control over 222,000 shares and shares voting and investment control over 111,715 shares with her spouse, Mark Shefts, who is President of Domestic Securities, Inc., an NASD registered broker/dealer located at 160 Summit Avenue, Montvale, NJ 07645. Mr. Shefts is a US citizen and has not during the last 5 years been convicted of a crime or been party to a civil proceeding which subjected him to a judgment or decree relating to violations of federal or state securities laws.

No transactions in the class of securities reported on were effected during the past sixty days or since the most recent filing on Schedule 13D (§ 240.13d-191), whichever is less, by the persons named in response to this Item 5, except that Ms. Shefts transferred 17,500 shares of which she was a beneficial owner to a trust f/b/o her spouse, Mark Shefts.

The Reporting Person has not been a beneficial owner of 5% or more of the Issuer's securities since April 12, 2007.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

N/A

Item 7. Material to Be Filed as Exhibits

N/A

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

May 31, 2007

Date

s/Wanda Shefts

Signature