FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL							
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Torgersen Paul E	2. Date of Event Requiring Stater Month/Day/Yea 06/02/2006	ment	3. Issuer Name and Ticker or Trading Symbol LUNA INNOVATIONS INC [LUNA]								
(Last) (First) (Middle) C/O LUNA INNOVATIONS INCORPORATED				ionship of Reporting Person all applicable) Director	son(s) to Issuer		5. If Amendment, Date of Original Filed (Month/Day/Year)				
2851 COMMERCE STREET				Officer (give title below)	Other (spe	, 10.	plicable Line)	/Group Filing (Check			
(Street) BLACKSBURG VA 24060								y One Reporting Person y More than One erson			
(City) (State) (Zip)											
Table I - Non-Derivative Securities Beneficially Owned											
			2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)				
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 Securiti Underlying Derivative Security			4. Conversion or Exercis	e Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)			
	Date Exercisable	Expiration Date	1 Title		Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)				
Employee Stock Option (Right to Buy)	(1)	09/22/2013	В	Common Stock	1,979	0.3538	D				
Employee Stock Option (Right to Buy)	(2)	09/22/2013	3	Common Stock	19,784	0.3538	D				
Employee Stock Option (Right to Buy)	(3)	02/08/2016	5	Common Stock	34,762	1.7692	D				
Warrant	02/08/2006	02/07/2016	5	Common Stock	51	1.77	D				

Explanation of Responses:

- 1. 100% of the option shares became exercisable on September 22, 2003.
- 2. 100% of the option shares became exercisable on September 22, 2005.
- $3.\,1/3$ of the option shares will become exercisable on February 8, 2007. The remaining option shares are exercisable at a rate of 1/24 per month thereafter.

/s/ Aaron S. Hullman, Esq., Attorney-in-Fact 06/02/2006

** 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 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).

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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