SEC Form 3

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

Goehrke John T	2. Date of Event Requiring Statement (Month/Day/Year) 06/02/2006		3. Issuer Name and Ticker or Trading Symbol <u>LUNA INNOVATIONS INC</u> [LUNA]				
(Last) (First) (Middle) C/O LUNA INNOVATIONS INCORPORATED			4. Relationship of Reporting Perso (Check all applicable) Director	10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)	
2851 COMMERCE STREET			X Officer (give title below) Chief Operating C	Other (spe below) Officer	í 6	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person	
(Street) BLACKSBURG VA 24060						Form filed b Reporting P	y More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		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 Securit Underlying Derivative Security		4. Conversion or Exercise Price of	se Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	(1)	11/11/2015	Common Stock	169,570	1.7692	D	
Employee Stock Option (Right to Buy)	(2)	02/08/2016	Common Stock	84,785	1.7692	D D	

Explanation of Responses:

1. 1/2 of the option shares became exercisable on September 30, 2005. The remaining option shares are exercisable at a rate of 1/36 per month thereafter.

2. 1/4 of the option shares will become exercisable on February 8, 2007. The remaining option shares are exercisable at a rate of 1/36 per month thereafter.

<u>/s/ Aaron S. Hullman, Esq.,</u> <u>Attorney-in-Fact</u>

06/02/2006

Date

** Signature of Reporting Person

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.

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.