

LUNA INNOVATIONS INC
 Form 3
 June 02, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 Person *

Â Torgersen Paul E
 (Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
 06/02/2006

3. Issuer Name and Ticker or Trading Symbol
 LUNA INNOVATIONS INC [LUNA]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)

C/O LUNA INNOVATIONS INCORPORATED,Â 2851 COMMERCE STREET

(Street)

BLACKSBURG,Â VAÂ 24060

(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

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 Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Date

Title

Amount or Number of

				Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Ⓐ (1)	09/22/2013	Common Stock	1,979	\$ 0.3538	D	Ⓐ
Employee Stock Option (Right to Buy)	Ⓐ (2)	09/22/2013	Common Stock	19,784	\$ 0.3538	D	Ⓐ
Employee Stock Option (Right to Buy)	Ⓐ (3)	02/08/2016	Common Stock	34,762	\$ 1.7692	D	Ⓐ
Warrant	02/08/2006	02/07/2016	Common Stock	51	\$ 1.77	D	Ⓐ

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Torgersen Paul E C/O LUNA INNOVATIONS INCORPORATED 2851 COMMERCE STREET BLACKSBURG, VA 24060	Ⓐ X	Ⓐ	Ⓐ	Ⓐ

Signatures

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

06/02/2006

Date

Signature of 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).
- (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.

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.