

SUNPOWER CORP  
 Form 3/A  
 June 22, 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â WERNER THOMAS H		(Month/Day/Year)	SUNPOWER CORP [SPWR]	
(Last)	(First)	(Middle)	11/16/2005	
3939 NORTH FIRST ST.		4. Relationship of Reporting Person(s) to Issuer		
(Street)		(Check all applicable)		
SAN JOSE, Â CA Â 95134		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below) Chief Executive Officer		
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
			11/16/2005	
1. Title of Security		2. Amount of Securities Beneficially Owned		3. Ownership
(Instr. 4)		(Instr. 4)		Form: Direct (D) or Indirect (I)
Class A Common Stock		10,000		(Instr. 5)
				4. Nature of Indirect Beneficial Ownership
				(Instr. 5)
				5. Ownership Form of Derivative Security: Direct (D) or Indirect
				6. Nature of Indirect Beneficial Ownership
				(Instr. 5)

**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)
Class A Common Stock	10,000	D	Â

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) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable    Expiration Date	Title    Amount or Number of			

				Shares		(I) (Instr. 5)	
Employee Stock Option (Right To Buy)	Â (1)	06/09/2013	Class A Common Stock	525,000	\$ 0.5	D	Â
Employee Stock Option (Right To Buy)	Â (2)	06/17/2014	Class A Common Stock	640,300	\$ 3.3	D	Â
Employee Stock Option (Right To Buy)	Â (3)	03/17/2015	Class A Common Stock	250,000	\$ 3.3	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WERNER THOMAS H 3939 NORTH FIRST ST. SAN JOSE, CA 95134	Â X	Â	Â Chief Executive Officer	Â

## Signatures

/s/ Thomas H Werner 06/22/2006

\*\*Signature of Reporting Person Date

## 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) The option became exercisable as to 20% of the shares on June 9, 2004, and becomes exercisable as to 1/60th of the shares monthly thereafter.
- (2) The option became exercisable as to 20% of the shares on June 17, 2005, and becomes exercisable as to 1/60th of the shares monthly thereafter.
- (3) The option became exercisable as to 20% of the shares on March 17, 2006, and becomes exercisable as to 1/60th of the shares monthly 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.