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

1. Name and Address of Reporting Person*     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 Person (Check all applicable) X Director		n(s) to Issuer 10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)			
2851 COMMERCE STREET				Officer (give title below)	Other (spec below)	· 1		cable Line)	/Group Filing (Check	
(Street) BLACKSBURG VA 24060							Α		y More than One	
(City) (State) (Zip)										
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)			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 Exercise Price of		5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable				Amount or Secur Number of Shares		tive or Indirect			
Employee Stock Option (Right to Buy)	(1)	11/11/2016		Common Stock	158,265	1.769	92	D		
Employee Stock Option (Right to Buy)	(2)	02/08/2017		Common Stock	11,588	1.769	92	D		

## Explanation of Responses:

1. 1/4 of the option shares will become exercisable on November 11, 2006. The remaining option shares are exercisable at a rate of 1/36 per month thereafter.

2. 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.

## <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.