

Musser Eric S
 Form 4
 February 08, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 Musser Eric S

(Last) (First) (Middle)

ONE RIVERFRONT PLAZA

(Street)

CORNING, NY 14831

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 CORNING INC /NY [GLW]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/06/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

VICE PRESIDENT

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/06/2006		M	4,500 A \$ 19.83	66,000	D	
Common Stock	02/06/2006		M	7,500 A \$ 21.15	73,500	D	
Common Stock	02/06/2006		M	7,222 A \$ 4.06	80,722	D	
Common Stock	02/06/2006		M	7,222 A \$ 3.8	87,944	D	
Common Stock	02/06/2006		M	7,222 A \$ 4.15	95,166	D	

Edgar Filing: Musser Eric S - Form 4

Common Stock	02/06/2006	M	10,000	A	\$ 3.8	105,166	D
Common Stock	02/06/2006	M	7,500	A	\$ 10.4	112,666	D
Common Stock	02/06/2006	M	7,500	A	\$ 12.79	120,166	D
Common Stock	02/06/2006	S	58,666	D	\$ 23.7	61,500	D

Common Stock						5,880.4	I	TRUSTEE U/EMPLOYEE BENEFIT PLAN
--------------	--	--	--	--	--	---------	---	------------------------------------------

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

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.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to buy)	\$ 3.8	02/06/2006		M	7,222	01/03/2006 01/02/2013	Common Stock 7,222
Stock Options (Right to buy)	\$ 3.8	02/06/2006		M	10,000	01/03/2006 01/02/2013	Common Stock 10,000
Stock Options (Right to buy)	\$ 4.06	02/06/2006		M	7,222	12/04/2003 12/03/2012	Common Stock 7,222
Stock Options	\$ 4.15	02/06/2006		M	7,222	02/03/2004 02/02/2013	Common Stock 7,222

(Right to buy)

Stock Options (Right to buy)	\$ 10.4	02/06/2006	M	7,500	01/02/2006	01/01/2014	Common Stock	7,500
Stock Options (Right to buy)	\$ 12.79	02/06/2006	M	7,500	12/01/2004	02/01/2014	Common Stock	7,500
Stock Options (Right to buy)	\$ 19.83	02/06/2006	M	4,500	04/29/2000	04/28/2009	Common Stock	4,500
Stock Options (Right to buy)	\$ 21.15	02/06/2006	M	7,500	05/15/2002	05/15/2006	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Musser Eric S ONE RIVERFRONT PLAZA CORNING, NY 14831			VICE PRESIDENT	

Signatures

Denise A. Hauselt, Power of Attorney
02/08/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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.

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.