

Tripeny R Tony
Form 4
January 24, 2006

FORM 4

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

OMB APPROVAL

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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 *
Tripeny R Tony

(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)
01/20/2006

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 and Controller

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 01/20/2006 | | X | | 4,100 | D | \$ 15 |
| Common Stock | 01/20/2006 | | X | | 15,000 | D | \$ 15 |
| Common Stock | 01/20/2006 | | X | | 19,500 | D | \$ 17.5 |
| Common Stock | 01/20/2006 | | X | | 17,800 | D | \$ 20 |
| Common Stock | 01/20/2006 | | X | | 1,000 | D | \$ 22.5 |
| Common Stock | 01/20/2006 | | X | | 77,069 | D | |
| Common Stock | 01/20/2006 | | X | | 62,069 | D | |
| Common Stock | 01/20/2006 | | X | | 42,569 | D | |
| Common Stock | 01/20/2006 | | X | | 24,769 | D | |
| Common Stock | 01/20/2006 | | X | | 23,769 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|---------|--------|---|
| Common Stock | 01/23/2006 | M | 150 | A | \$ 1.57 | 23,919 | D |
| Common Stock | 01/23/2006 | M | 5,000 | A | \$ 1.57 | 28,919 | D |
| Common Stock | 01/23/2006 | M | 8,888 | A | \$ 3.8 | 37,807 | D |
| Common Stock | 01/23/2006 | M | 8,888 | A | \$ 4.06 | 46,695 | D |
| Common Stock | 01/23/2006 | M | 13,335 | A | \$ 4.15 | 60,030 | D |
| Common Stock | 01/23/2006 | M | 5,000 | A | \$ 4.8 | 65,030 | D |
| Common Stock | 01/23/2006 | F | 9 | D | \$ 24 | 65,021 | D |
| Common Stock | 01/23/2006 | F | 327 | D | \$ 24 | 64,694 | D |
| Common Stock | 01/23/2006 | F | 1,407 | D | \$ 24 | 63,287 | D |
| Common Stock | 01/23/2006 | F | 1,503 | D | \$ 24 | 61,784 | D |
| Common Stock | 01/23/2006 | F | 2,305 | D | \$ 24 | 59,479 | D |
| Common Stock | 01/23/2006 | F | 1,000 | D | \$ 24 | 58,479 | D |

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

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(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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Short Call Option | \$ 15 | 01/20/2006 | | X | | 02/08/2005 | 01/21/2006 | Common Stock |

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(Obligation to Sell)

Short Call Option (Obligation to Sell)

\$ 15

01/20/2006

X

15,000

05/06/2005 01/21/2006

Common Stock

15

Short Call Option (Obligation to Sell)

\$ 17.5

01/20/2006

X

19,500

05/06/2005 01/21/2006

Common Stock

19

Short Call Option (Obligation to Sell)

\$ 20

01/20/2006

X

17,800

06/02/2005 01/21/2006

Common Stock

17

Short Call Option (Obligation to Sell)

\$ 22.5

01/20/2006

X V

1,000

08/04/2004 01/21/2006

Common Stock

1

Stock Option (Right to Buy)

\$ 1.57

01/23/2006

M

150

08/01/2003 07/31/2012

Common Stock

150

Stock Option (Right to Buy)

\$ 1.57

01/23/2006

M

5,000

10/01/2003 09/30/2012

Common Stock

5,000

Stock Option (Right to Buy)

\$ 3.8

01/23/2006

M

8,888

01/03/2006 01/02/2013

Common Stock

8,888

Stock Option (Right to Buy)

\$ 4.06

01/23/2006

M

8,888

12/04/2005 12/03/2012

Common Stock

8,888

Stock Option (Right to Buy)

\$ 4.15

01/23/2006

M

13,335

02/03/2006 02/02/2013

Common Stock

13,335

Stock Option (Right to Buy)

\$ 4.8

01/23/2006

M

5,000

12/02/2003 12/01/2012

Common Stock

5,000

Stock Option (Right to

\$ 24

01/23/2006

A

9

01/23/2007 07/31/2012

Common Stock

9

| | | | | | | | |
|--|-------|------------|---|-------|------------|------------|-----------------|
| Buy) Stock Option (Right to Buy) | \$ 24 | 01/23/2006 | A | 327 | 01/23/2007 | 09/30/2012 | Common Stock |
| Stock Option (Right to Buy) | \$ 24 | 01/23/2006 | A | 1,407 | 01/23/2007 | 01/02/2013 | Common Stock |
| Stock Option (Right to Buy) | \$ 24 | 01/23/2006 | A | 1,503 | 01/23/2007 | 12/03/2012 | Common Stock |
| Common Stock | \$ 24 | 01/23/2006 | A | 2,305 | 01/23/2007 | 02/02/2013 | Common Stock |
| Common Stock | \$ 24 | 01/23/2006 | A | 1,000 | 01/23/2007 | 12/01/2012 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Tripeny R Tony ONE RIVERFRONT PLAZA CORNING, NY 14831 | | | Vice President and Controller | |

Signatures

Denise A. Hauselt, Power of Attorney
01/24/2006

__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.

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