

MICROVISION INC
Form 8-K
March 15, 2006

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

FORM 8-K
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 13, 2006

MICROVISION, INC.

(Exact Name of registrant as specified in charter)

Delaware
(State or other jurisdiction of
incorporation)

0-21221
(Commission File Number)

91-1600822
(IRS Employer Identification
No.)

6222 185th Avenue NE

Redmond, Washington 98052

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (425) 415-6847

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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.. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On March 13, 2006, Marc Onetto joined Microvision, Inc.'s Board of Directors. Mr. Onetto will also serve on the Audit Committee of Microvision, Inc.'s Board of Directors.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MICROVISION, INC.

By: */s/ Thomas M. Walker*
Thomas M. Walker
Vice President, General Counsel & Secretary

Date: March 15, 2006

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CONSENT OF ERNST & YOUNG LLP, INDEPENDENT AUDITORS

We consent to the reference to our firm under the caption "Experts" in the Registration Statement (Form S-3) and related Prospectus of DURECT Corporation for the registration of 2,261,425 shares of its common stock and to the incorporation by reference therein of our report dated January 24, 2003, with respect to the consolidated financial statements and schedule of DURECT Corporation included in its Annual Report (Form 10-K) for the year ended December 31, 2002, filed with the Securities and Exchange Commission.

/s/ ERNST & YOUNG LLP

Palo Alto, California

August 29, 2003

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DURECT Corporation

INDEX TO EXHIBITS

<u>Exhibit Number</u>	<u>Description of Document</u>
2.2	Agreement and Plan of Merger dated August 15, 2003, among DURECT Corporation, Birmingham Polymers, Inc. and Absorbable Polymer Technologies, Inc.
3.1	Amended and Restated Certificate of Incorporation of the Company (1).
3.2	Amended and Restated Bylaws of the Company (1).
10.33 *	Development, Commercialization and Supply License Agreement dated as of November 8, 2002 among DURECT Corporation and Endo Pharmaceuticals Inc. (2).
5.1	Opinion of Venture Law Group, A Professional Corporation.
23.1	Consent of Ernst & Young LLP, Independent Auditors (see page II-5).
23.2	Consent of Counsel (included in Exhibit 5.1).
24.1	Power of Attorney (see page II-4).

(1) Filed as an exhibit to our Registration Statement on Form S-1, as amended (File No. 333-35316), originally filed with the SEC on April 20, 2000, and incorporated herein by reference.

(2) Filed as an exhibit to our Registration Statement on Form 10-K (File No. 000-31615), filed with the SEC on March 14, 2003 and incorporated herein by reference.

* Confidential treatment granted with respect to certain portions of this Exhibit.