

HARRIS CORP /DE/
Form 3
July 05, 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 *

Â PEARSON DANIEL R
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
07/01/2006

3. Issuer Name and Ticker or Trading Symbol
HARRIS CORP /DE/ [HRS]

4. Relationship of Reporting Person(s) to Issuer

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

GOVT. COMMS. SYSTEMS
DIVISION,Â 2400 PALM BAY
ROAD, N.E.

(Street)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Group Pres. - Defense Comms.

PALM BAY,Â FLÂ 32905

(City) (State) (Zip)

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 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)

Common Stock, Par Value \$1.00

37,806.38 ⁽¹⁾

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

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	Â (2)	08/22/2013	Common Stock, Par Value \$1.00	20,000	\$ 16.275	D	Â
Non-Qualified Stock Option (right to buy)	08/23/2005	08/23/2012	Common Stock, Par Value \$1.00	20,000	\$ 16.825	D	Â
Non-Qualified Stock Option (right to buy)	Â (3)	08/27/2011	Common Stock, Par Value \$1.00	16,000	\$ 24	D	Â
Non-Qualified Stock Option (right to buy)	Â (4)	08/26/2012	Common Stock, Par Value \$1.00	13,000	\$ 37.19	D	Â
Phantom Stock Units	Â (5)	Â (5)	Common Stock, Par Value \$1.00	2,188.41	\$ 0 (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEARSON DANIEL R GOVT. COMMS. SYSTEMS DIVISION 2400 PALM BAY ROAD, N.E. PALM BAY, FL 32905	Â	Â	Â Group Pres. - Defense Comms.	Â

Signatures

/s/ Daniel R.
Pearson

07/05/2006

**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).

Aggregate of 37,806.38 shares listed in Column 2 of Table I includes: (a) 15,100 performance shares previously granted and subject to (1) adjustment; (b) 3,000 restricted shares previously granted and subject to vesting; and (c) 1,789.10 shares acquired through the Harris Corporation 401(k) Retirement Plan as of 7/1/06.

(2)

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Of the 20,000 shares granted on this 8/22/03 stock option, 10,000 shares became exercisable on 8/22/04, 5,000 shares became exercisable on 8/22/05, and 5,000 shares are will become exercisable on 8/22/06.

- (3) Of the 16,000 shares granted on this 8/27/04 stock option, 8,000 shares became exercisable on 6/30/05, 4,000 shares will become exercisable on 8/27/06, and 4,000 shares will become exercisable on 8/27/07.
- (4) Of the 13,000 shares granted on this 8/26/05 stock option, 6,500 shares became exercisable on 6/30/06, 3,250 shares will become exercisable on 6/30/07, and 3,250 shares will become exercisable on 8/26/08.
- (5) Reported phantom stock units acquired under Harris Corporation's Supplemental Executive Retirement Plan and will be settled in cash following the reporting person's retirement, termination of service, or other specified events.
- (6) Each phantom stock unit is the economic equivalent of one share of the Issuer's common stock.

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.