

HENRY ROBERT K
Form 4
February 03, 2006

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HENRY ROBERT K

(Last) (First) (Middle)

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

(Street)

PALM BAY, FL 32905

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/03/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Senior VP & President - GCSD

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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, Par Value \$1.00	02/03/2006		S		600	D \$ 46.1	159,864.45 D
Common Stock, Par Value \$1.00	02/03/2006		S		900	D \$ 46.11	158,964.65 D
Common Stock, Par Value	02/03/2006		S		1,500	D \$ 46.13	157,464.65 D

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\$1.00

Common
Stock, Par
Value

02/03/2006

S

100

D

\$
46.16

157,364.65

D

\$1.00

Common
Stock, Par
Value

02/03/2006

S

700

D

\$
46.24

156,664.65

D

\$1.00

Common
Stock, Par
Value

02/03/2006

S

300

D

\$ 46.3

156,364.65

D

\$1.00

Common
Stock, Par
Value

02/03/2006

S

1,900

D

\$
46.31

154,464.65

D

\$1.00

Common
Stock, Par
Value

02/03/2006

S

400

D

\$
46.32

154,064.65

D

\$1.00

Common
Stock, Par
Value

02/03/2006

S

300

D

\$
46.33

153,764.65

D

\$1.00

Common
Stock, Par
Value

02/03/2006

S

200

D

\$
46.37

153,564.65

D

\$1.00

Common
Stock, Par
Value

02/03/2006

S

600

D

\$
46.39

152,964.65
(1)

D

\$1.00

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Net Deriv Secur Benef
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Derivative
Security

Securities
Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

(Instr. 3 and 4)

Own
Follo
Repo
Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HENRY ROBERT K
GOVT. COMMS. SYSTEMS DIVISION
2400 PALM BAY ROAD, N.E.
PALM BAY, FL 32905

Senior VP & President - GCSD

Signatures

By: /s/ Scott T. Mikuen, Attorney-in-Fact, For: Robert K.
Henry

02/03/2006

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).

(1) Aggregate of 152,964.65 shares listed in Column 5 of Table I includes: (a) 50,000 restricted shares previously reported and subject to vesting; (b) 42,500 performance shares previously reported and subject to adjustment; and (c) 23.37 shares acquired through the Harris Corporation 401(k) Retirement Plan from 11/16/05 through 2/1/06. The sale of 7,500 shares as reported in this Form 4 were sold pursuant to a sale plan adopted by the reporting person on December 8, 2005, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.

Remarks:

Exhibit List:

Exhibit 24 - Power of Attorney

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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