

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): December 17, 2010**

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**MICROVISION, INC.**

(Exact Name of Registrant as Specified in Charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-34170**  
(Commission  
File Number)

**91-1600822**  
(IRS Employer  
Identification No.)

**6222 185<sup>th</sup> Avenue NE**  
**Redmond, Washington 98052**  
(Address of Principal Executive Offices) (Zip Code)

**Registrant's telephone number, including area code: (425) 936-6847**

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

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**Item 8.01. Other Events.**

On December 17, 2010, Microvision, Inc. ("Microvision") issued 5,438,476 shares of its common stock at a per share purchase price of approximately \$1.57 and an aggregate purchase price of \$8,543,242 to Azimuth Opportunity, Ltd. ("Azimuth") pursuant to the previously announced common stock purchase agreement between Microvision and Azimuth. An aggregate of 5,078,591 shares of common stock remain available to be issued under the facility, subject to its terms.

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**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: December 20, 2010