

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) – June 29, 2011

**VUZIX CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**000-53846**

(Commission File Number)

**04-3392453**

(IRS Employer Identification No.)

**75 Town Centre Drive, Rochester, New York 14623**

(Address of principal executive offices)(Zipcode)

**(585) 359-5900**

(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

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:

- 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 5.07. Submission of Matters to a Vote of Security Holders.**

On June 29, 2011, Vuzix Corporation (the "Company") held its annual meeting of stockholders at the Doubletree Hotel at 1111 Jefferson Road, Rochester, New York.

Paul J. Travers, Grant Russell, William Lee, Frank Zammataro, Richard Conway and Joe Cecin were each elected as directors of Vuzix Corporation to serve until the 2012 annual meeting of stockholders or until their successors have been elected and qualified. The stockholders also ratified the board of directors' appointment of EFP Rotenberg, LLP as the Company's independent registered public accounting firm for 2011. The final voting results on these matters were as follows:

1. Election of Directors:

<u>Name</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Broker Non-Votes</u>
Paul J. Travers	135,142,282	539,298	11,580,733
Grant Russell	135,142,282	539,298	11,580,733
William Lee	135,142,282	539,298	11,580,733
Frank Zammataro	135,142,282	539,298	11,580,733
Richard Conway	135,142,282	539,298	11,580,733
Joe Cecin	135,142,282	539,298	11,580,733

2. Ratification of appointment of EFP Rotenberg, LLP as the Company's independent registered public accounting firm for 2010:

<b>Votes For</b>	<b>Votes Against</b>	<b>Votes Abstained</b>
146,526,687	732,476	3,150

**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.

Date: July 6, 2011

VUZIX CORPORATION

By: /s/ Paul J. Travers  
Paul J. Travers  
President and  
Chief Executive Officer

