

Sutphin Brian Joseph
 Form 3
 October 13, 2009

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Sutphin Brian Joseph | | (Month/Day/Year) | SUN MICROSYSTEMS, INC. [JAVA] | |
| (Last) | (First) | (Middle) | 10/02/2009 | |
| 10 NETWORK CIRCLE, M/S: UMPK10-147 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| MENLO PARK, CA 94025 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (State) | | | (give title below) | (specify below) |
| (Zip) | | | EVP, Corporate Dev. & Alliance | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> 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 | 100,661 ⁽¹⁾ | D | |

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 Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|----------------------------|---------|----------------------------|-----|
| Employee Stock Option (Right to Buy) | Â (2) | 11/07/2009 | Common Stock | 3,125 | \$ 50.36 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 11/07/2009 | Common Stock | 3,125 | \$ 50.36 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 03/19/2010 | Common Stock | 50 | \$ 36.56 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 03/19/2010 | Common Stock | 2,500 | \$ 36.56 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 07/25/2010 | Common Stock | 750 | \$ 14.8 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 05/21/2011 | Common Stock | 1,150 | \$ 16.8 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 11/13/2011 | Common Stock | 3,500 | \$ 16.832 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 07/29/2012 | Common Stock | 45,000 | \$ 15.16 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 07/28/2013 | Common Stock | 60,000 | \$ 15.4 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 07/27/2014 | Common Stock | 85,000 | \$ 17.04 | D Â |
| Employee Stock Option (Right to Buy) | Â (2) | 07/31/2015 | Common Stock | 100,000 | \$ 20.4 | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sutphin Brian Joseph 10 NETWORK CIRCLE M/S: UMPK10-147 MENLO PARK, CA 94025 | Â | Â | Â EVP, Corporate Dev. & Alliance | Â |

Signatures

Brian J. Sutphin 10/13/2009
 __Signature of Date
 Reporting Person

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).
- (1) This includes 66,130 shares of unvested restricted stock units.

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(2) This option vests and becomes exercisable in five equal annual installments beginning on the first anniversary of the date of grant.

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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