Barrette Terry Lyn Form 3 February 03, 2006

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement OUICKLOGIC CORPORATION [OUIK] A Barrette Terry Lyn (Month/Day/Year) 01/26/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1277 ORLEANS DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person SUNNYVALE, CAÂ 94089 (give title below) (specify below) Form filed by More than One Vice President, Operations Reporting Person (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 29,191 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.},\ puts,\ calls,\ warrants,\ options,\ convertible\ securities)$

1. Title of Derivative Security	urity Expiration Date		3. Title and Amount of Securities Underlying		4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
(Instr. 4)	(Month/Day/Year)		Derivative Security		or Exercise	Form of	Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
	D-4- E	Expiration Date	Title	Amount or Number of	Derivative	Security:	
					Security	Direct (D)	
	L					or Indirect	

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				Shares		(I) (Instr. 5)	
Stock Option (Right to buy)	07/14/2002(2)	04/13/2010	Common Stock	12,000	\$ 20.25	D	Â
Stock Option (Right to buy)	10/12/2001(1)	10/11/2010	Common Stock	3,000	\$ 9.94	D	Â
Stock Option (Right to buy)	07/17/2003(2)	04/16/2011	Common Stock	20,000	\$ 4.66	D	Â
Stock Option (Right to buy)	05/19/2004(2)	02/18/2012	Common Stock	10,000	\$ 4.08	D	Â
Stock Option (Right to buy)	05/19/2004(2)	02/18/2012	Common Stock	5,000	\$ 4.08	D	Â
Stock Option (Right to buy)	07/17/2003(3)	07/16/2012	Common Stock	15,105	\$ 2.5	D	Â
Stock Option (Right to buy)	01/16/2003(4)	10/16/2012	Common Stock	6,668	\$ 1.08	D	Â
Stock Option (Right to buy)	07/22/2003(4)	11/22/2012	Common Stock	17,188	\$ 1.95	D	Â
Stock Option (Right to buy)	06/26/2004(6)	05/25/2014	Common Stock	40,000	\$ 3	D	Â
Stock Option (Right to buy)	10/21/1998(5)	04/20/2008	Common Stock	25,000	\$ 4.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Barrette Terry Lyn 1277 ORLEANS DRIVE SUNNYVALE, CA 94089	Â	Â	Vice President, Operations	Â		

Signatures

/s/ Terry Lyn Barrette	02/03/2006		
**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).
- (1) Option granted will be fully vested one year from vesting commencement date.
- (2) 25% of the option granted will vest 27 months from the vesting commencement date, then quarterly thereafter.

Reporting Owners 2

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- (3) 25% of the option granted will vest 12 months from the vesting commencement date, then monthly thereafter.
- (4) 6.25% of the option granted will vest 3 months from the vesting commencement date, then monthly thereafter.
- (5) 12.5% of the option granted will vest 6 months from the vesting commencement date, then quarterly thereafter.
- (6) Option granted will vest monthly from the vesting commencement date for 24 months.

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.