FORM 3

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: December 31, 2001
Estimated average burden hours per response 0.5

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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*

Flynn (Last) Edward (First) V. (Middle)

29 Pleasant Manor Drive (Street)

Thornwood (City) New York (State) 10594 (Zip)

2. Date of Event Requiring Statement (Month/Day/Year): 3/16/00

3. IRS or Social Security Number of Reporting Person (Voluntary):

4. Issuer Name AND Ticker or Trading Symbol: EMAGIN CORPORATION ("EMA")

5. Relationship of Reporting Person(s) to Issuer (Check all applicable): Director ____ 10% Owner ____ Officer (give title below) X Other (specify below): Interim Chief Financial Officer

6. If Amendment, Date of Original (Month/Day/Year):

7. Individual or Joint/Group Filing (Check Applicable Line): Form filed by One Reporting Person X; 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)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)

* If the form is filed by more than one reporting person, SEE Instruction 5(b)(v). SEC 1473 (7-97)

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 CONTROL NUMBER.

FORM 3 (CONTINUED) 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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options	3/16/2000*	11/29/2004	Common Stock	2,858	$1.72	D	
Stock Options	3/16/2000*	11/29/2004	Common Stock	5,716	$1.72	D	
Stock Options	3/16/2000*	12/30/2004	Common Stock	1,430	$1.72	D	
Stock Options	3/16/2000*	12/30/2004	Common Stock	14,286	$1.72	D	
Stock Options	3/16/2000*	8/17/2005	Common Stock	7,144	$1.72	D	
Stock Options	3/16/2000*	2/10/2004	Common Stock	7,144	$1.72	D	
Stock Options	3/16/2000+	1/11/2010	Common Stock	130,504	$1.72	D	

Explanation of Responses:
* Options 100% vested on date set forth.
+ Options vest 1/48 per month over a four year period.

	/s/ Edward V. Flynn	3/27/00
**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).	**Signature of Reporting Person	Date

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.