

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>SAC CAPITAL ADVISORS LLC</u>  (Last) (First) (Middle) <u>72 CUMMINGS POINT ROAD</u>  (Street) <u>STAMFORD CT 06902</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/26/2006</u>	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>SUNPOWER CORP</u> [ <u>SPWR</u> ]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)
			6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person <input checked="" 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)
<u>Class A Common Stock, par value \$0.001 per share</u>	<u>392,490</u>	<u>I<sup>(1)</sup></u>	<u>See Footnote<sup>(2)</sup></u>

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: 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			
<u>Call (right to buy)</u>	<u>01/25/2006</u>	<u>03/18/2006</u>	<u>Class A Common Stock</u>	<u>500,000</u>	<u>40</u>	<u>I<sup>(1)</sup></u>	<u>See Footnote<sup>(2)</sup></u>

1. Name and Address of Reporting Person* <u>SAC CAPITAL ADVISORS LLC</u>  (Last) (First) (Middle) <u>72 CUMMINGS POINT ROAD</u>  (Street) <u>STAMFORD CT 06902</u>  (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>S A C CAPITAL MANAGEMENT L L C</u>  (Last) (First) (Middle) <u>C/O 72 CUMMINGS POINT ROAD</u>  (Street) <u>STAMFORD CT 06902</u>  (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>COHEN STEVEN A/SAC CAPITAL MGMT LP</u>  (Last) (First) (Middle) <u>C/O SAC CAPITAL ADVISORS LLC</u> <u>72 CUMMINGS POINT ROAD</u>  (Street) <u>STAMFORD CT 06902</u>  (City) (State) (Zip)

(City)	(State)	(Zip)
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Explanation of Responses:

1. S.A.C. Capital Associates, LLC ("Associates"), C.R. Intrinsic Investments, LLC ("Intrinsic"), S.A.C. MultiQuant Fund, LLC ("MultiQuant") and S.A.C. Select Fund, LLC ("Select"), each an Anguillan limited liability company, directly each own Class A Common Stock of the Issuer. At 11: 56 a.m., Eastern Standard Time, on January 26, 2006, each Reporting Person had indirect beneficial ownership of 892,490 shares of Class A Common Stock of the Issuer. For purposes of this filing, the Reporting Persons have calculated the aggregate number of outstanding shares of the Issuer's Class A Common Stock as 8,906,652, based on the Form 8-K, dated January 26, 2005, which reported 8,830,000 then outstanding shares, and the prospectus of the Issuer, dated November 16, 2005, which reported an additional 76,652 shares outstanding.
2. See Footnote (2) under "Remarks".

Remarks:

Peter Nussbaum, as Authorized Person on behalf of the following: S.A.C. CAPITAL ADVISORS, LLC S.A.C. CAPITAL MANAGEMENT, LLC STEVEN A. COHEN Footnote (2) The securities to which this report relates are held by Associates, Intrinsic, MultiQuant and Select. S.A.C. Capital Advisors, LLC ("Advisors") and S.A.C. Capital Management, LLC ("Management") are investment managers to Associates, Intrinsic, MultiQuant and Select. Pursuant to investment agreements, each of Advisors and Management share all investment and voting power with respect to the securities held by Associates, Intrinsic, MultiQuant and Select. Steven A. Cohen controls each of Advisors and Management. In accordance with Instruction 5(b)(iv), the entire amount of the Issuer's securities held by Associates, Intrinsic, MultiQuant and Select is reported herein. Each Reporting Person disclaims any beneficial ownership of any of the Issuer's securities to which this report relates for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, except to the extent of its indirect pecuniary interest therein, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

<a href="#">Peter Nussbaum</a>	<a href="#">02/03/2006</a>
** Signature of Reporting Person	Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.