

V F CORP
Form 4
May 10, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
SHARP M RUST

2. Issuer Name and Ticker or Trading Symbol
V F CORP [VFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O PNC BANK DELAWARE, TRUSTEE, 222 DELAWARE AVENUE, 16TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

WILMINGTON, DE 19801

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/08/2006		S	34,800 (2) D \$ 63 (4)	21,812,003 (1) (2) (3)	I (1) (2) (3)	Trustees of the Trust
Common Stock	05/08/2006		S	3,600 (2) D \$ 63.01 (4)	21,808,403 (1) (2) (3)	I (1) (2) (3)	Trustees of the Trust
Common Stock	05/08/2006		S	4,500 (2) D \$ 63.02 (4)	21,803,903 (1) (2) (3)	I (1) (2) (3)	Trustees of the Trust
Common	05/08/2006		S	7,100 D \$	21,796,803 (1) (2) (3)	I (1) (2) (3)	Trustees

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Stock			<u>(2)</u>		63.03	<u>(1)</u> <u>(2)</u> <u>(3)</u>		of the Trust
Common Stock	05/08/2006	S	<u>5,200</u> <u>(2)</u>	D	\$ <u>63.04</u> <u>(4)</u>	<u>21,791,603</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>6,300</u> <u>(2)</u>	D	\$ <u>63.05</u> <u>(4)</u>	<u>21,785,303</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>2,700</u> <u>(2)</u>	D	\$ <u>63.06</u> <u>(4)</u>	<u>21,782,603</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>3,200</u> <u>(2)</u>	D	\$ <u>63.07</u> <u>(4)</u>	<u>21,779,403</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>6,000</u> <u>(2)</u>	D	\$ <u>63.08</u> <u>(4)</u>	<u>21,773,403</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>5,600</u> <u>(2)</u>	D	\$ <u>63.09</u> <u>(4)</u>	<u>21,767,803</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>21,800</u> <u>(2)</u>	D	\$ <u>63.1</u> <u>(4)</u>	<u>21,746,003</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>10,700</u> <u>(2)</u>	D	\$ <u>63.11</u> <u>(4)</u>	<u>21,735,303</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>17,100</u> <u>(2)</u>	D	\$ <u>63.12</u> <u>(4)</u>	<u>21,718,203</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>1,300</u> <u>(2)</u>	D	\$ <u>63.13</u> <u>(4)</u>	<u>21,716,903</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/08/2006	S	<u>2,000</u> <u>(2)</u>	D	\$ <u>63.14</u> <u>(4)</u>	<u>21,714,903</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/09/2006	S	<u>600</u> <u>(2)</u>	D	\$ <u>63.01</u> <u>(4)</u>	<u>21,714,303</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/09/2006	S	<u>500</u> <u>(2)</u>	D	\$ <u>63.02</u> <u>(4)</u>	<u>21,713,803</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust
Common Stock	05/09/2006	S	<u>100</u> <u>(2)</u>	D	\$ <u>63.04</u> <u>(4)</u>	<u>21,713,703</u> <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	Trustees of the Trust

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Common Stock	05/09/2006	S	3,000 <u>(2)</u>	D	\$ 63.13 <u>(4)</u>	21,710,703 <u>(1) (2) (3)</u>	I <u>(1) (2) (3)</u>	Trustees of the Trust
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Reminder: Report on a separate line for each class of securities beneficially 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.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHARP M RUST C/O PNC BANK DELAWARE, TRUSTEE 222 DELAWARE AVENUE, 16TH FLOOR WILMINGTON, DE 19801	X	X		
FAIRBAIRN URSULA F C/O PNC BANK DELAWARE, TRUSTEE 222 DELAWARE AVENUE, 16TH FLOOR WILMINGTON, DE 19801	X	X		

Signatures

/s/ Ursula F.
Fairbairn

05/10/2006

**Signature of
Reporting Person

Date

/s/ M. Rust
Sharp

05/10/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
This form does not constitute an admission by the selling trust or the Trustees that the selling trust is a 10% owner of VFC or that the shares which it beneficially owns ought to be aggregated with those shares beneficially owned by the other Trusts to determine whether the selling trust is a 10% owner.
- (1) This form does not constitute an admission by the Trustees that the shares held by the Trusts or disposed of by the Trusts are or were beneficially owned by the Trustees and is being filed to disclose the sale of shares by the Trusts only and not by the Trustees in their individual capacity.
- (2) The shares represent only those shares owned by the Trusts and do not include the 43,916 shares owned directly by M. Rust Sharp and the 48,652 shares owned directly by Ursula Fairbairn.
- (3) Per share
- (4)

Remarks:

REMARK: NAME AND ADDRESS OF REPORTING PERSON: M. Rust Sharp & Ursula F. Fairbairn in their individual capacity

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.