

3D SYSTEMS CORP
Form 4
June 09, 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 *
MOORE KEVIN S

(Last) (First) (Middle)

C/O 3D SYSTEMS CORPORATION, 26081 AVENUE HALL

(Street)

VALENCIA, CA 91355

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
3D SYSTEMS CORP [TDSC]

3. Date of Earliest Transaction (Month/Day/Year)
06/08/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	06/08/2006		C	840,740 A <u>1</u>	1,774,012	I	See Footnotes (2) (3)
Common Stock					10,006	D	

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

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SEC 1474 (9-02)

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Series B Convertible Preferred Stock	(1)	06/08/2006		C	833,333	05/05/2003	05/05/2013	Common Stock	840

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MOORE KEVIN S
C/O 3D SYSTEMS CORPORATION
26081 AVENUE HALL
VALENCIA, CA 91355

X

Signatures

/s/ Robert M. Grace, Jr.,
Attorney-in-fact

06/09/2006

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).

Series B Convertible Preferred Stock converts into shares of common stock on a one-for-one basis. The Certificate of Designations of the Series B Convertible Preferred Stock provides that, upon optional conversion, accrued but unpaid dividends convert into common stock at

(1) the initial issuance price of \$6.00 per share, subject to certain anti-dilution adjustments, none of which have occurred. As of June 8, 2006, accrued and unpaid dividends on the Series B Convertible Preferred Stock held by the Reporting Person amounted to 7,407 shares of common stock.

(2) Beneficially owned through The Clark Estates, Inc., a New York corporation, of which the Reporting Person is president and a director.

The Reporting Person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein. This report

(3) shall not be deemed an admission that the Reporting Person is the beneficial owner of these securities, except to the extent of any pecuniary interest therein, for the purposes of Section 16 or for any other purpose.

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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