

LOEWENBAUM G WALTER II
Form 4
January 03, 2005

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 *
LOEWENBAUM G WALTER II

(Last) (First) (Middle)

C/O 3D SYSTEMS CORP, 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)
12/30/2004

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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 12/30/2004 | | C | | 25,000 | A | \$ 12 510,066 | D |
| Common Stock | 12/30/2004 | | C | | 58,332 | A | \$ 12 356,138 | I |

See Footnote (1)

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| 7% Subordinated Convertible Debentures | \$ 12 | 12/30/2004 | | C | \$ 300,000 | 12/19/2001 12/31/2006 | Common Stock | 25 |
| 7% Subordinated Convertible Debentures | \$ 12 | 12/30/2004 | | C | \$ 700,000 | 12/19/2001 12/31/2006 | Common Stock | 58 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LOEWENBAUM G WALTER II C/O 3D SYSTEMS CORP 26081 AVENUE HALL VALENCIA, CA 91355 | | X | | |

Signatures

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

 12/30/2004
 Date

Signature of Reporting Person

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).
 Includes (a) 45,371 shares held in the name of Lillian Shaw Loewenbaum, the Reporting Person's wife, (b) 6,181 shares held in the name of The Lillian Shaw Loewenbaum Trust for which the Reporting Person and Mrs. Loewenbaum serve as trustees, (c) 62,719 shares held in the name of The Loewenbaum 1992 Trust for which the Reporting Person and Mrs. Loewenbaum serve as trustees, (d) 151,900 shares held in the name of G. Walter Loewenbaum CGM Profit Sharing Custodian, G. the Reporting Person's pension plan, (e) 39,510 shares held in the name of the Anna Willis Loewenbaum 1993 Trust for which the Reporting Person and Mrs. Loewenbaum serve as trustees, (f) 39,510 shares held in the name of the Elizabeth Scott Loewenbaum 1993 Trust for which the Reporting Person and Mrs. Loewenbaum serve as trustees, (g) 10,947 shares held in the name of Wally's Trust u/w/o Joel Simon Loewenbaum for which the Reporting Person serves as trustee. See DISCLAIMER in footnote 2.
- (2) Prior to the conversion, (a) \$60,000 was held in the name of The Lillian Shaw Loewenbaum Trust for which the Reporting Person and Mrs. Loewenbaum serve as trustees, (b) \$90,000 was held in the name of The Loewenbaum 1992 Trust for which the Reporting Person

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and Mrs. Loewenbaum serve as trustees, (c) \$275,000 was held in the name of the Anna Willis Loewenbaum 1993 Trust for which the Reporting Person and Mrs. Loewenbaum serve as trustees and (d) \$275,000 was held in the name of the Elizabeth Scott Loewenbaum 1993 Trust for which the Reporting Person and Mrs. Loewenbaum serve as trustees. **DISCLAIMER:** The Reporting Person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein.

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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