3D SYSTEMS CORP

Form 4 March 28, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GODDARD STEPHEN MELVILLE

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

3D SYSTEMS CORP [TDSC]

(Check all applicable)

Vice President

(Last) C/O 3D SYSTEMS

HALL

(City)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

Director X_ Officer (give title below)

10% Owner Other (specify

CORPORATION, 26081 AVENUE

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

03/24/2006

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

Person

VALENCIA, CA 91355

(City)	(State) (A	Table Table	I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficial	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired	d (A) c	or	Securities	Form: Direct	Indirect
(Instr. 3)		any			Code Disposed of (D)			(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	. 8) (Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)	
				(A)			Reported		
					or		Transaction(s)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common	03/24/2006		٨	2,900	۸	\$ 1	41,388 (4)	D	
Stock	03/24/2000		A	(1)	A	(3)	41,366 (1)	D	
Common				6,000		\$ 1			
Stock	03/24/2006		A	(2)	A	(3)	47,388 <u>(4)</u>	D	
Stock				<u>(-)</u>		<u> </u>			
Common							200	т	By Spouse
Stock							200	I	(5)

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

SEC 1474 (9-02)

Edgar Filing: 3D SYSTEMS CORP - Form 4

displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A 4		
									Amount		
						Date	Expiration	Title	Or		
						Exercisable	Date	O	Number of		
				Code V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

GODDARD STEPHEN MELVILLE C/O 3D SYSTEMS CORPORATION 26081 AVENUE HALL VALENCIA, CA 91355

Vice President

Signatures

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

03/28/2006

**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).
- The Reporting Person has been awarded 2,900 shares of restricted stock in lieu of a cash bonus under the Issuer's 2004 Incentive Stock
- (1) Plan based upon the achievement of certain performance objectives established for the year ended December 31, 2005. These shares vest on March 24, 2009.
- The Reporting Person has been awarded 6,000 shares of restricted stock under the Issuer's 2004 Incentive Stock Plan. These shares vest **(2)** on March 24, 2009.
- Each share of restricted stock may be purchased from the Issuer for \$1.00 per share. The Reporting Person has until May 23, 2006 to elect **(3)** to purchase such shares.
- (4) Includes 1,892 shares acquired through the Issuer's Employee Stock Purchase Plan through December 31, 2005.
- Held by the Reporting Person's spouse in her Individual Retirement Account. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his 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.

Reporting Owners 2

Edgar Filing: 3D SYSTEMS CORP - Form 4

tential persons who are to respond to the collection of information contained in this form are not required to respond unless the form display currently valid OMB number.	/S