

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-15**
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REPORTING OWNER

LOEWENBAUM G WALTER II

CIK: **1105966**

Type: **4** | Act: **34** | File No.: **001-34220** | Film No.: **13852145**

Mailing Address
C/O 3D SYSTEMS
CORPORATION
333 THREE D SYSTEMS
CIRCLE
ROCK HILL SC 29730

ISSUER

3D SYSTEMS CORP

CIK: **910638** | IRS No.: **954431352** | State of Incorp.: **DE** | Fiscal Year End: **1231**
SIC: **7372** Prepackaged software

Mailing Address
333 THREE D SYSTEMS
CIRCLE
ROCK HILL SC 29730

Business Address
333 THREE D SYSTEMS
CIRCLE
ROCK HILL SC 29730
8033263900

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person LOEWENBAUM G WALTER II			2. Issuer Name and Ticker or Trading Symbol 3D SYSTEMS CORP [DDD]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/15/2013					
333 THREE D SYSTEMS CIRCLE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) ROCK HILL, SC 29730								
(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	05/15/2013		S		500,000	D	\$40	1,098,250	D	
Common Stock	05/15/2013		S		150,000	D	\$40	248,803	I	The GWL3D 2010 Annuity Trust ⁽¹⁾ ⁽²⁾
Common Stock	05/15/2013		S		150,000	D	\$40	248,800	I	The LSL3D 2010 Annuity Trust ⁽¹⁾ ⁽³⁾
Common Stock								396,441	I	By The Loewenbaum 1992 Trust ⁽¹⁾ ⁽⁴⁾
Common Stock								365,815	I	By spouse ⁽¹⁾
Common Stock								33,279	I	By The Lillian Shaw Loewenbaum Trust ⁽¹⁾ ⁽⁴⁾
Common Stock								5,100	I	By Anna Willis Loewenbaum 1993 Trust ⁽¹⁾ ⁽⁴⁾
Common Stock								5,100	I	The Elizabeth Scott

																				Loewenbaum 1993 Trust ⁽¹⁾ ⁽⁴⁾		
Common Stock																				60,000	I	By The Wally's Trust u/w/o Joel Simon Loewenbaum ⁽¹⁾ ⁽²⁾
Common Stock																				65,565	I	By The Waterproof Partnership, L.P. ⁽¹⁾ ⁽⁵⁾
Common Stock																				67,500	I	Blanco Cattle & Ranch, LLC ⁽⁶⁾

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The Reporting Person disclaims beneficial ownership of these securities except to the extent of any pecuniary interest therein.
2. Mr. Loewenbaum serves as Trustee.
3. Mrs. Loewenbaum serves as trustee.
4. Mr. and Mrs. Loewenbaum serve as Trustees.
5. Mr. and Mrs. Loewenbaum are the general partners.
6. The limited liability company is owned 100% by Mr. Loewenbaum.

Signatures

/s/ Andrew M. Johnson, Attorney-in-Fact

** Signature of Reporting Person

05/16/2013

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 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).

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.