

LOEWENBAUM G WALTER II
Form 5
January 23, 2012

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
LOEWENBAUM G WALTER II

(Last) (First) (Middle)

333 THREE D SYSTEMS CIRCLE

(Street)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2011

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 Reporting

(check applicable line)

ROCK HILL, SC 29730

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Amount	(A) or (D)	Price				
Common Stock	05/21/2011	Â	J ⁽¹⁾	47,183	A	\$ 0	1,408,177	D	Â	
Common Stock	05/21/2011	Â	J ⁽²⁾	47,183	A	\$ 0	268,877	I	By spouse ⁽³⁾	
Common Stock	05/21/2011	Â	J ⁽¹⁾	47,183	D	\$ 0	315,869	I	The GWL3D 2010 Annuity Trust ⁽³⁾ ⁽⁴⁾	
Common Stock	05/21/2011	Â	J ⁽²⁾	47,183	D	\$ 0	315,867	I	The LSL3D 2010 Annuity	

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Common Stock	Â	Â	Â	Â	Â	Â	22,186	I	Trust ⁽³⁾ ⁽⁵⁾ By The Lillian Shaw Loewenbaum Trust ⁽³⁾ ⁽⁶⁾
Common Stock	Â	Â	Â	Â	Â	Â	284,294	I	By The Loewenbaum 1992 Trust ⁽³⁾ ⁽⁶⁾
Common Stock	Â	Â	Â	Â	Â	Â	105,334	I	By Anna Willis Loewenbaum 1993 Trust ⁽³⁾ ⁽⁶⁾
Common Stock	Â	Â	Â	Â	Â	Â	83,454	I	The Elizabeth Scott Loewenbaum 1993 Trust ⁽³⁾ ⁽⁶⁾
Common Stock	Â	Â	Â	Â	Â	Â	43,648	I	By The Wally's Trust u/w/o Joel Simon Loewenbaum ⁽³⁾ ⁽⁴⁾
Common Stock	Â	Â	Â	Â	Â	Â	43,710	I	By The Waterproof Partnership, L.P. ⁽³⁾ ⁽⁷⁾

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

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of of D B O E I F I
					(A) (D)	Date Exercisable Date	Title Amount or		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOEWENBAUM G WALTER II 333 THREE D SYSTEMS CIRCLE ROCK HILL, SC 29730	X	^	^	^

Signatures

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

01/23/2012

**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).
- (1) Mr. Loewenbaum transferred 47,183 shares from The GWL3D 2010 Annuity Trust to his direct holdings on this transaction date. This did not change his total beneficial ownership as of the transaction date.
- (2) Mrs. Loewenbaum transferred 47,183 shares from the LSL3D 2010 Annuity Trust to her direct holdings on the transaction date. This did not change her total beneficial ownership as of the transaction date.
- (3) The Reporting Person disclaims beneficial ownership of these securities except to the extent of any pecuniary interest therein.
- (4) Mr. Loewenbaum serves as Trustee.
- (5) Mrs. Loewenbaum serves as trustee.
- (6) Mr. and Mrs. Loewenbaum serve as Trustees.
- (7) Mr. and Mrs. Loewenbaum are the general partners.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.