

LOEWENBAUM G WALTER II
 Form 4/A
 November 26, 2008

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 CORPORATION, 333 THREE D SYSTEMS CIRCLE

(Street)

ROCK HILL, SC 29730

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 11/21/2008

4. If Amendment, Date Original Filed (Month/Day/Year)
 11/24/2008

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	(D)	Price			
Common Stock	11/21/2008		P		1,959 (1)	A	\$ 6.61	673,841	I	See Footnotes (2) (3) (4)
Common Stock								794,137 (1)	D	

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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOEWENBAUM G WALTER II C/O 3D SYSTEMS CORPORATION 333 THREE D SYSTEMS CIRCLE ROCK HILL, SC 29730	X			

Signatures

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

11/26/2008

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) The Reporting Person is amending the Form 4 originally filed November 24, 2008 to reflect the transaction details of the purchase of 1,959 shares of common stock by the Reporting Person's wife.
Includes (a) 90,018 shares held in the name of Lillian Shaw Lowenbaum, the Reporting Person's wife, (b) 11,093 shares held in the name of The Lillian Shaw Loewenbaum Trust for which the Reporting Person and his wife serve as trustees, (c) 102,147 shares held in the name of The Loewenbaum 1992 Trust for which the Reporting Person and his wife serve as trustees, (d) 201,900 shares held in the name of G. Walter Loewenbaum CGM Profit Sharing Custodian, G. Walter Loewenbaum Trustee, and items (e), (f), (g), (h) and (i) in footnote 3.
- (3) Includes (e) 33,509 shares held in the name of the Anna Willis Loewenbaum 1993 Trust for which the Reporting Person and his wife serve as trustees, (f) 49,579 shares held in the name of the Elizabeth Scott Loewenbaum 1993 Trust for which the Reporting Person and his wife serve as trustees, (g) 20,771 shares held in the name of Wally's Trust u/w/o Joel Simon Loewenbaum, G. Walter Loewenbaum Trustee, (h) 14,824 shares held in the name of Waterproof Partnership, L.P. of which the Reporting Person and the Reporting Person's wife are the general partners and (i) 150,000 shares held in the name of The GWL 2008 Annuity Trust, G. Walter Loewenbaum II Trustee.
- (4) 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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