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3D SYSTEMS CORP  
Form POS AM  
September 29, 2003

As filed with the Securities and Exchange Commission on September 29, 2003  
REGISTRATION NO. 333-85904

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

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POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-3  
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

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3D SYSTEMS CORPORATION  
(Exact Name of Registrant as Specified in Its Charter)

|   |  |   |
|---|--|---|
| DELAWARE  | 7372   | 95-4431352                                    |
| (State or Other Jurisdiction<br>Incorporation or<br>Organization) | (Primary Standard<br>Industrial Classification<br>Code Number) | (I.R.S. Employer<br>Identification<br>Number) |

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26081 AVENUE HALL  
VALENCIA, CALIFORNIA 91355  
(661) 295-5600  
(Address, Including Zip Code, and Telephone Number, Including Area Code,  
of Registrant's Principal Executive Offices)

ABRAHAM N. REICHENTAL  
CHIEF EXECUTIVE OFFICER AND PRESIDENT  
3D SYSTEMS CORPORATION  
26081 AVENUE HALL  
VALENCIA, CALIFORNIA 91355  
(661) 295-5600  
(Name, Address, Including Zip Code, and Telephone Number, Including Area Code,  
of Agent for Service)

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WITH A COPY TO:

JULIE M. KAUFER, ESQ.  
ARA A. BABAIAN, ESQ.  
AKIN GUMP STRAUSS HAUER & FELD LLP  
2029 CENTURY PARK EAST, SUITE 2400  
LOS ANGELES, CALIFORNIA 90067  
TELEPHONE: (310) 229-1000  
FACSIMILE: (310) 229-1001

APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC: Not  
applicable.

If the only securities being registered on this Form are being offered  
pursuant to dividend or interest reinvestment plans, please check the following  
box.

If any of the securities being registered on this Form are to be offered on

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a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. |\_ |

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. |\_ | \_\_\_\_\_

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registrations statement number of the earlier effective registration statement for the same offering. |\_ | \_\_\_\_\_

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. |\_ |

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THIS POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-3 (NO. 333-85904) SHALL  
HEREAFTER BECOME EFFECTIVE IN ACCORDANCE WITH THE PROVISIONS OF SECTION 8(C) OF  
THE SECURITIES ACT OF 1933, AS AMENDED.  
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DEREGISTRATION

On April 9, 2002, we filed a Registration Statement on Form S-3 (No. 333-85904), as amended on June 21, 2002, which we refer to as the Registration Statement, which registered for resale by the selling stockholders named in the Registration Statement a total of 1,450,333 shares of our common stock, par value \$0.001 per share. The Securities and Exchange Commission declared the Registration Statement effective on June 28, 2002. The Registration Statement no longer is available for use because we did not timely file our Annual Report on Form 10-K for the fiscal year ended December 31, 2002. We file this Post-Effective Amendment No. 1 to Form S-3 solely for the purpose of terminating the Registration Statement and deregistering the shares registered under the Registration Statement that remain unsold as of the date of filing of this Post-Effective Amendment No. 1 to Form S-3.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing this Post-Effective Amendment No. 1 to Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Valencia, State of California, on September 25, 2003.

3D SYSTEMS CORPORATION

By: /s/ Abraham N. Reichental  
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Abraham N. Reichental  
Chief Executive Officer and President

POWER OF ATTORNEY

KNOW ALL PERSON BY THESE PRESENTS that each individual whose signature appears below constitutes and appoints Abraham N. Reichental and Keith Kosco, and each of them, his or her true and lawful attorneys-in-fact and agents with full power of substitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign any and all amendments (including post-effective amendments) to the Registration Statement on Form S-3 (No. 333-85904) and to sign any registration statement for the same offering covered by the Registration Statement on Form S-3 (No. 333-85904) that is to be effective upon filing pursuant to Rule 462(b) promulgated under the Securities Act of 1933, as amended, and all post-effective amendments thereto, and to file the same, with all exhibits thereto and all documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents or any of them, or his, her or their substitute or substitutes, may lawfully do or cause to be done or by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to Form S-3 has been signed by the following persons in the capacities and on the dates indicated.

| NAME  | TITLE   | DATE               |
|---|---|--------------------|
| /s/ Abraham N. Reichental<br>-----<br>Abraham N. Reichental     | Director, Chief Executive Officer<br>and President<br>(Principal Executive Officer) | September 25, 2003 |
| /s/ Kevin McNamara<br>-----<br>Kevin McNamara                   | Acting Chief Financial Officer<br>(Principal Financial Officer)                     | September 26, 2003 |
| /s/ G. Peter V. White<br>-----<br>G. Peter V. White             | Vice President, Finance<br>(Principal Accounting Officer)                           | September 25, 2003 |
| /s/ G. Walter Loewenbaum II<br>-----<br>G. Walter Loewenbaum II | Chairman of the Board of Directors  | September 26, 2003 |

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/s/ Miriam V. Gold

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Miriam V. Gold

Director

September 23, 2003

/s/ Charles W. Hull

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Charles W. Hull

Director, Executive Vice President  
and Chief Technology Officer

September 25, 2003

/s/ Jim D. Kever

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Jim D. Kever

Director

September 23, 2003

/s/ Kevin S. Moore

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Kevin S. Moore

Director

September 23, 2003

/s/ Richard C. Spalding

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Richard C. Spalding

Director

September 25, 2003