

3D SYSTEMS CORP  
Form SC 13D/A  
February 12, 2013

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 13)\*

3D Systems Corporation  
(Name of Issuer)

Common Stock, par value \$.001 per share  
(Title of Class of Securities)

88554D205  
(CUSIP Number)

Kevin S. Moore  
President  
The Clark Estates, Inc.  
One Rockefeller Plaza, 31st Floor  
New York, New York 10020  
(212) 977-6900  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

Copy to:

Jeffrey E. LaGueux, Esq.  
Patterson Belknap Webb & Tyler LLP  
1133 Avenue of the Americas  
New York, New York 10036-6710  
(212) 336-2000

December 31, 2012  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this Schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No.  
88554D205

1 NAME OF REPORTING PERSON  
I.R.S IDENTIFICATION NO. OF ABOVE PERSON

The Clark Estates, Inc.  
13-5524538

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o  
(b) x

3 SEC Use Only:

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

	7	SOLE VOTING POWER
NUMBER OF		1,553,339
SHARES		
BENEFICIALLY	8	SHARED VOTING POWER
OWNED BY		0
EACH		
REPORTING	9	SOLE DISPOSITIVE POWER
PERSON		1,553,339
WITH		
	10	SHARED DISPOSITIVE POWER
		0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,553,339

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14      2.72%  
TYPE OF REPORTING PERSON  
CO

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ITEM 5.

INTEREST IN SECURITIES OF THE ISSUER

(a) The Reporting Person may be deemed to be the beneficial owner of 1,553,339, representing 2.72% of the outstanding shares of Common Stock based on an aggregate of 57,040,024 shares of Common Stock outstanding as of October 19, 2012, as reported on the Issuer's form 10-Q filed with the Securities & Exchange Commission on October 25, 2012.

(e) Following the Reporting Person's sale of 420,000 shares of Common Stock on May 1, 2012, as reported on Amendment No. 12 to Schedule 13D by the Reporting Person on May 2, 2012, the Reporting Person ceased to be a beneficial owner of more than 5% of the Common Stock of the Issuer.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2013

THE CLARK ESTATES, INC.

By:

/s/ Stephen M. Duff

Name: Stephen M. Duff

Title: Chief Investment Officer

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