

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

3D Systems Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of 3D Systems Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of 3D Systems Corporation, declaring such amendment to be advisable and authorizing the submission of such amendment to the stockholders of 3D Systems Corporation for approval at the 1995 Annual Meeting of Stockholders. The resolutions setting forth the proposed amendment are as follows:

RESOLVED, that the Board determines that it is advisable to reverse split (the "Reverse Split") the common stock, par value \$0.001, of the Corporation on a one-for-three basis and in connection with effecting the Reverse Split, to amend the Certificate of Incorporation of the Corporation to decrease the number of shares of authorized Common Stock from 60,000,000 shares to 25,000,000 shares;

RESOLVED FURTHER, that Article Fourth of the Certificate of Incorporation of the Corporation is hereby amended in its entirety, effective at the close of business on May 23, 1995, to read as follows:

"FOURTH: The aggregate number of shares which the Corporation has authority to issue is 30,000,000, consisting of 25,000,000 shares of common stock, par value \$0.001 per share (the "Common Stock"), and 5,000,000 shares of preferred stock, par value \$0.001 per share (the "Preferred Stock").

Shares of the Preferred Stock of the Corporation may be issued from time to time in one or more classes or series thereof, each of which class or series shall have such distinctive designation or title as shall be fixed by the Board of Directors of the Corporation (the "Board of Directors") prior to the issuance of any shares thereof. Each such class or series thereof of Preferred Stock shall have such voting powers, full

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(including multiple votes per share) or limited, or no voting powers, and such preferences and relative, participating, optional or other special rights, and such qualifications, limitations or restrictions thereof, as shall be stated in such resolution or resolutions providing for the issue of such class or series of Preferred Stock as may be adopted from time to time by the Board of Directors prior to the issuance of any shares thereof pursuant to the authority hereby expressly vested in it, all in accordance with the laws of the State of Delaware.

Upon amendment of this Article Fourth, each issued and outstanding share of Common Stock, par value \$0.001 per share, is reconstituted and converted into $\frac{1}{3}$ rd of a share of Common Stock, par value \$0.001 per share."

RESOLVED FURTHER, that no fractional shares shall be issued as a result of the Reverse Split; pursuant to Section 155 of the Delaware General Corporation Law, this Corporation shall pay in cash the value of a fractional share, which shall be determined based upon the average closing price of the Common Stock on the Nasdaq National Market over the period of 10 business days ending on the third business day prior to the effective date of the Reverse Split (and thus, if such average price is \$4 per share, and as a result of the Reverse Split a holder's fraction is $\frac{1}{3}$ rd of a share of Common Stock, the holder would be entitled to receive cash equal to \$4).

SECOND: That thereafter, pursuant to resolution of the Board of Directors of 3D Systems Corporation, the Annual Meeting of Stockholders of 3D Systems Corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, 3D Systems Corporation has caused this certificate to be signed by Arthur B. Sims, its Chairman of the Board and Chief Executive Officer, and Gordon L. Almquist, its Secretary, this 23 day of May 1995.

BY: Arthur B. Sims
Arthur B. Sims
Chairman of the Board and
Chief Executive Officer

ATTEST: Gordon L. Almquist
Gordon L. Almquist
Secretary