

**WRITTEN RESOLUTION
OF THE SOLE MEMBER OF**

**3D SYSTEMS EUROPE LIMITED
(COMPANY NO. 02540492)
("the Company")**



Pursuant to the authority given by Article 53 (Members Written Resolution) of Table A as referred to in the Company's Articles of Association we, the undersigned, being all the Members for the time being of the Company **HEREBY RESOLVE AS A SPECIAL RESOLUTION:**

1. That the authorised share capital of the Company be increased from £11,000 divided into 11,000 Ordinary Shares of £1 each to £11,000 plus £7,000,000 divided respectively into 11,000 Ordinary shares of £1 each and 7,000,000 Preference Shares of £1 each by the creation of 7,000,000 preference shares of £1 each ("Preference Shares") having the rights and obligations referred to in paragraph 2 below.
 2. That the Articles of Association of the Company be amended by the deletion of article 4 and replacing article 4 with the following wording:
 - "4. The share capital of the Company is £11,000 plus £7,000,000 divided into 11,000 Ordinary Shares of £1 each and 7,000,000 Preference Shares of £1 each, with the following rights:
 - 4.1 *Voting*


The holders of the Preference Shares shall not be entitled to receive notice of or to attend or vote at general meetings of the Company.
 - 4.2 *Redemption*

The Company shall have the right to redeem all or some of the Preference Shares at any time subject to the Company giving sufficient notice of such redemption to the holders of the Preference Shares.
 - 4.3 *Return of capital on liquidation*

The holders of the Preference Shares shall have the right on a winding-up or other return of capital to repayment in priority to any payment to the holders of any other shares in the capital of the Company of the amounts paid up on the Preference Shares held by them.
- References in these Articles to "share" or "shares" shall refer to both Ordinary Shares and Preference Shares alike, subject to the rights referred to in this Article 4."

3. That the Directors be authorised in accordance with the requirements of Section 80 of the Companies Act 1985 to allot all of the aforesaid Ordinary Shares and Preference Shares at any time during the period of up to five years from the date of the Resolution.
4. That the provisions of Section 89(1) of the Companies Act 1985 shall not apply in respect of the allotment of equity securities referred to in paragraph 3 above.

Dated this 28th day of December 2001.

By 

Charles W. Hull
For and on behalf of 3D Systems, Inc.