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EARTHSHELL CORP
Form 8-K
December 04, 2003

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) December 1, 2003

EarthShell Corporation

(Exact name of registrant as specified in charter)

Delaware

333-13287

77-0322379

(State or other jurisdiction of
incorporation)

(Commission file number)

(IRS employer
identification no.)

6740 Cortona Drive
Santa Barbara, California

93117

(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code

(805) 571-8232

(Former name or former address, if changed since last report)

Item 5. Other Events.

On December 3, 2003, the Registrant issued a press release announcing that (i) it had filed a Form S-3 to register shares of its common stock and (ii)

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it had been notified by Nasdaq that for the last 10 trading days of November, the market value of its securities was below \$35 million.

The press release is attached hereto as Exhibit 99.1.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits:

99.1 Press Release of the Registrant dated December 3, 2003 regarding the matters described above.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 3, 2003

EARTHSHELL CORPORATION

By: /s/ D. Scott Houston

Name: D. Scott Houston
Title: Chief Financial Officer

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EXHIBIT INDEX

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99.1

Press Release of the Registrant dated December 3, 2003.

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