LOEWENBAUM G WALTER II

Form 4

December 20, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

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Check this box

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Add LOEWENBA	^	_	Issuer Name and Ticker or Trading Symbol SYSTEMS CORP [DDD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
333 THREE D SYSTEMS CIRCLE (Street)		S CIRCLE	(Month/Day/Year) 12/18/2012	X Director 10% Owner Officer (give title Other (specify			
			4. If Amendment, Date Original	below) below) 6. Individual or Joint/Group Filing(Check			
(4.3.3.7)			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
ROCK HILL, SC 29730							

(City)	(State)	(Zip) Tab	le I - Non-	Derivativo	e Secu	rities A	cquired, Dispos	ed of, or Bene	ficially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common	12/18/2012		Code V $J_{(1)}$	Amount 3,400	(D)	Price	(Instr. 3 and 4)	D	
Stock	12/16/2012		J <u>(1)</u>	3,400	D	\$0	1,079,400	D	
Common Stock	12/18/2012		J <u>(1)</u>	3,400	A	\$0	3,400	I	The Elizabeth Scott Loewenbaum 1993 Trust (2) (3)
Common Stock							264,294	I	By The Loewenbaum 1992 Trust (2) (3)
							243,877	I	By spouse (2)

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Common
Stock

Common Stock	22,186	I	By The Lillian Shaw Loewenbaum Trust (2) (3)
Common Stock	40,000	I	By The Wally's Trust u/w/o Joel Simon Loewenbaum (2) (4)
Common Stock	43,710	I	By The Waterproof Partnership, L.P. (2) (5)
Common Stock	265,869	I	The GWL3D 2010 Annuity Trust (2) (4)
Common Stock	265,867	I	The LSL3D 2010 Annuity Trust (2) (6)
Common Stock	45,000	I	Blanco Cattle & Ranch, LLC (7)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3,	(Month/Day) e s l	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	4, and 5)		Expiration Date	Title Amount or Number		

of Shares

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LOEWENBAUM G WALTER II

333 THREE D SYSTEMS CIRCLE X

ROCK HILL, SC 29730

Signatures

/s/ Andrew M. Johnson, Attorney-in-Fact

12/20/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Mr. Loewenbaum transferred 3,400 shares from his direct holdings to The Elizabeth Scott Loewenbaum 1993 Trust. This did not change his total beneficial ownership on the transaction date.
- (2) The Reporting Person disclaims beneficial ownership of these securities except to the extent of any pecuniary interest therein.
- (3) Mr. and Mrs. Loewenbaum serve as Trustees.
- (4) Mr. Loewenbaum serves as Trustee.
- (5) Mr. and Mrs. Loewenbaum are the general partners.
- (6) Mrs. Loewenbaum serves as trustee.
- (7) The limited liability company is owned 100% by Mr. Loewenbaum.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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