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EARTHSHELL CORP  
Form 8-K  
March 10, 2004

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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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) March 5, 2004  
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EarthShell Corporation  
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(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

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(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code (805) 571-8232  
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(Former name or former address, if changed since last report)

Item 5. Other Events

On March 5, 2004, EarthShell Corporation issued a press release announcing that its common stock would be delisted from the NASDAQ SmallCap Market

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effective Monday, March 8, 2004, but will be eligible for immediate and continued quotation on the OTC Bulletin Board. The stock will continue to be listed under the symbol EARTH. A copy of the press release is attached hereto as Exhibit 99 and incorporated herein by reference.

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

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits:

Pursuant to General Instruction F of Form 8-K, the following documents are incorporated by reference herein and attached as exhibits hereto:

Exhibit	Description
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99	Press Release of EarthShell Corporation, issued March 5, 2004

SIGNATURE

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: March 10, 2004

EARTHSHELL CORPORATION

By: /s/ D. Scott Houston

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 Name: D. Scott Houston  
 Title: Chief Financial Officer

EXHIBIT INDEX

Exhibit Number and Page Number	Description
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Press Release of EarthShell Corporation, issued  
March 5, 2004