

STRATASYS INC  
Form 8-K  
November 06, 2006

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**UNITED STATES  
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): October 31, 2006**

**Stratasys, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-13400**  
(Commission  
File Number)

**36-3658792**  
(IRS Employer  
Identification No.)

**14950 Martin Drive, Eden Prairie, Minnesota**  
(Address of principal executive offices)

**55344**  
(Zip Code)

**Registrant's telephone number, including area code: (952) 937-3000**

**Not Applicable**

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**2.02. Results of Operations and Financial Condition.**

On October 31, 2006, the Registrant announced its financial results for the third quarter ended September 30, 2006. A copy of the press release announcing the results is furnished as Exhibit 99.1 to this Current Report on Form 8-K ( Form 8-K ).

The press release includes references to earnings per share and diluted earnings per share on a non-GAAP basis. It also includes guidance for 2006 relating to diluted earnings per share on a non-GAAP basis. These non-GAAP financial measures exclude stock-based employee compensation costs and are reconciled to earnings per shares on a GAAP basis. The Registrant uses the foregoing non-GAAP measures in an effort to give information that investors may deem relevant to the Registrant's operations and comparative performance, primarily the identification and exclusion of expenses associated with stock-based compensation required under SFAS 123R. These non-GAAP disclosures should not, however, be viewed as a substitute for GAAP measures, nor should they be viewed in direct comparison with non-GAAP measures of other companies.

The reconciliation of non-GAAP to GAAP results of operations contained in the press release incorrectly stated the selling, general and administrative expense for the three and nine months ended September 30, 2006. The corrected statement is furnished as Exhibit 99.2 to this Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information in this Form 8-K, including Exhibits 99.1 and 99.2, shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release issued by Stratasys, Inc. on October 31, 2006
99.2	Corrected reconciliation of non-GAAP to GAAP results of operations

**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.

**STRATASYS, INC.**  
(Registrant)

Date: November 3, 2006

By: /s/ Robert F. Gallagher

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Robert F. Gallagher  
Chief Financial Officer

**Exhibit Index**

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