

CYBEROPTICS CORP
Form 8-K
November 13, 2007

**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): November 9, 2007

CyberOptics Corporation

(Exact name of registrant as specified in its charter)

Minnesota
(State or other jurisdiction of
incorporation or organization)

(0-16577)
(Commission File No.)

41-1472057
(I.R.S. Employer
Identification No.)

**5900 Golden Hills Drive
Minneapolis, Minnesota**
(Address of principal executive offices)

55416
(Zip Code)

(763) 542-5000
(Registrant's telephone number, including area code)

(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 (see General Instruction A.2. below):

- 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)

- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

a) By action effective November 9, 2007, the Board of Directors of CyberOptics Corporation approved an amendment and restatement to Article V of its Bylaws which allows the shares of its common stock to be in uncertificated form. Prior to this amendment, Article V required all shares to be represented by certificates. A complete copy of the bylaws, as amended, is filed as an exhibit to this Form 8-K.

Item 9.01. Exhibits and Financial Statements

(d) Exhibits

3(ii) Bylaws, as amended November 9, 2007

SIGNATURES

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

CYBEROPTICS CORPORATION

By /s/ Jeffrey A. Bertelsen

Jeffrey A. Bertelsen, Chief Financial
Officer

Dated: November 9, 2007