

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of August 2014.

Commission File Number 001-35751

STRATASYS LTD.

(Translation of registrant's name into English)

c/o Stratasys, Inc.
7665 Commerce Way
Eden Prairie, Minnesota 55344

2 Holtzman Street, Science Park
P.O. Box 2496
Rehovot, Israel 76124

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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Filed as Exhibit 5.6 to this Report of Foreign Private Issuer on Form 6-K is a copy of the legal opinion of Meitar Liquornik Geva Leshem Tal, Ramat Gan, Israel, relating to the legality of the Company's ordinary shares, nominal value 0.01 New Israeli Shekels per share, to be offered and sold pursuant the Company's Registration Statement on Form F-3 (File No. 333-190965), or the Registration Statement, and the related prospectus supplement, dated August 7, 2014, that has been filed with the U.S. Securities and Exchange Commission pursuant to Rule 424 under the Securities Act.

The Company hereby files the following exhibits to this Report, which are incorporated by reference as exhibits to the Registration Statement:

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
5.6	Opinion of Meitar Liquornik Geva Leshem Tal as to the legality of Stratasys Ltd.'s ordinary shares being registered
23.1	Consent of Meitar Liquornik Geva Leshem Tal (included in Exhibit 5.6)

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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, thereunto duly authorized.

STRATASYS LTD.

Dated: August 7, 2014

By: /s/ Erez Simha
Name: Erez Simha
Title: Chief Financial Officer and Chief Operating Officer

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EXHIBIT INDEX

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23.1	Consent of Meitar Liquornik Geva Leshem Tal (included in Exhibit 5.6)



16 Abba Hillel Silver Rd., Ramat Gan, 5250608, Israel Telephone. +972 3 6103100 Fax. +972 3 6103111 Web Site. www.meitar.com

August 7, 2014

Stratasys Ltd.
2 Holtzman Street
Science Park, P.O. Box 2496
Rehovot 76124, Israel

Re: Registration Statement on Form F-3

Ladies and Gentlemen:

We have acted as counsel to Stratasys Ltd., a company organized under the laws of the State of Israel (the "Company"), in connection with the registration statement on Form F-3 (File No. 333-190965) (the "Registration Statement") filed with the Securities and Exchange Commission under the Securities Act of 1933 (the "Securities Act"), including the prospectus contained therein, as supplemented by the prospectus supplement dated August 7, 2014, filed by the Company pursuant to Rule 424(b)(7) under the Securities Act (the "Prospectus Supplement"), covering the resale by the selling shareholders named therein of up to 277,476 ordinary shares of the Company, nominal value New Israeli Shekel 0.01 per share ("Ordinary Shares"), consisting of 175,456 Ordinary Shares that were issued (the "Closing Shares") and up to 102,020 additional Ordinary Shares that may be issued (the "Additional Shares," and together with the Closing Shares, collectively, the "Shares") to them pursuant to the acquisition consummated by the Company pursuant to the stock purchase agreement, dated April 2, 2014 (the "Stock Purchase Agreement"), by and among the Company, Harvest Incorporated ("Harvest"), Seurat Holdings Inc., each of the persons identified on Exhibit A thereto (the "Selling Stockholders") and Mr. David K. Leigh, in his capacity as representative of the Selling Stockholders.

In connection with this opinion, we have examined originals or copies, certified or otherwise identified to our satisfaction, of the Registration Statement, the Prospectus Supplement, the Stock Purchase Agreement and such other agreements, certificates, resolutions, minutes and other statements of corporate officers and other representatives of the Company and others and other documents provided to us by the Company as we have deemed necessary or appropriate as a basis for this opinion.

In rendering an opinion on the matters hereinafter set forth, we have assumed the authenticity of all original documents submitted to us as certified, conformed or photographic copies thereof, the genuineness of all signatures and the due authenticity of all persons executing such documents. We have assumed the same to have been properly given and to be accurate. We have also assumed the truth of all facts communicated to us by the Company and that all consents, minutes and protocols of meetings of the Company's board of directors which have been provided to us are true and accurate and have been properly prepared in accordance with the Company's memorandum and articles of association and all applicable laws.

Members of our firm are admitted to the Bar in the State of Israel, and we do not express any opinion as to the laws of any other jurisdiction. This opinion is limited to the matters stated herein and no opinion is implied or may be inferred beyond the matters expressly stated.

Based upon and subject to the foregoing, we are of the opinion that the Shares have been duly authorized and reserved for issuance, and, in the case of the Closing Shares, have been, or, in the case of the Additional Shares, will be, upon fulfillment of the conditions for issuance thereof under the Stock Purchase Agreement, legally issued, fully paid and non-assessable.

We hereby consent to the filing of this opinion letter as an exhibit to the Registration Statement. We also consent to the appearance of our firm's name under the caption "Legal Matters" in the Registration Statement. In giving this consent, we do not admit that we are within the category of persons whose consent is required under Section 7 of the Securities Act, the rules and regulations of the Securities and Exchange Commission promulgated thereunder or Item 509 of Regulation S-K promulgated under the Securities Act.

This opinion letter is rendered as of the date hereof and we disclaim any obligation to advise you of facts, circumstances, events or developments that may be brought to our attention after the effective date of the Registration Statement that may alter, affect or modify the opinions expressed herein.

Very truly yours,

/s/ Meitar Liquornik Geva Leshem Tal

Meitar Liquornik Geva Leshem Tal
