

AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON MARCH 14, 1996
 REGISTRATION NO. 33-

SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549
 FORM S-3
 REGISTRATION STATEMENT
 UNDER

THE SECURITIES ACT OF 1933
 CONMED CORPORATION

(Exact Name of Registrant as Specified in Its Charter)

NEW YORK 16-0977505
 (State or Other Jurisdiction (IRS Employer
 of Incorporation or Organization) Identification Number)

310 BROAD STREET
 UTICA, NEW YORK 13501
 (315) 797-8375

(Address, Including Zip Code, and Telephone Number, Including Area Code, of
 Registrant's Principal Executive Offices)

EUGENE R. CORASANTI, CHAIRMAN OF THE BOARD AND PRESIDENT
 CONMED CORPORATION

310 BROAD STREET
 UTICA, NEW YORK 13501
 (315) 797-8375

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code,
 of Agent for Service)

COPIES TO:

ROBERT B. HIDEN, JR., ESQ.
 SULLIVAN & CROMWELL
 250 PARK AVENUE
 NEW YORK, NY 10177
 (212) 558-4000

ROBERT E. REMMELL, ESQ.
 STEATES REMMELL STEATES & DZIEKAN
 4 OXFORD CROSSING, SUITE 104
 NEW HARTFORD, NY 13413
 (315) 724-6175

FREDERICK W. KANNER, ESQ.
 DEWEY BALLANTINE
 1301 AVENUE OF THE AMERICAS
 NEW YORK, NY 10019
 (212) 259-8000

APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC:

As soon as practicable after the effective date of the Registration Statement.

If the only securities being registered on this Form are being offered
 pursuant to dividend or interest reinvestment plans, please check the following
 box. []

If any of the securities being registered on this Form are to be offered on
 a delayed or continuous basis pursuant to Rule 415 under the Securities Act of
 1933, other than securities offered only in connection with dividend or interest
 reinvestment plans, check the following box. []

If this Form is filed to register additional securities for an offering
 pursuant to Rule 462(b) under the Securities Act, please check the following box
 and list the Securities Act registration statement number of the earlier
 effective registration statement for the same offering. [X] Registration No.
 33-65287

If this Form is a post-effective amendment filed pursuant to Rule 462(c)
 under the Securities Act, check the following box and list the Securities Act
 registration statement number of the earlier effective registration statement
 for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434,
 please check the following box. []

CALCULATION OF REGISTRATION FEE

Title of Shares to be Registered	Amount to be Registered	Proposed Maximum Aggregate Price Per Unit	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee
Common Stock, par value \$ 0.01 per share.....	345,000 (1)	\$22.00	\$7,590,000	\$2,618

(1) Includes 45,000 shares of Common Stock which the Underwriters have the option to purchase to cover over-allotments, if any.

EXPLANATORY STATEMENT

This Registration Statement is being filed pursuant to Rule 462(b) and General Instruction IV of Form S-3, both promulgated under the Securities Act of 1933, as amended. The contents of Registration Statement No. 33-65287 are hereby incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized in the City of Utica and State of New York, on the 14th day of March, 1996.

CONMED CORPORATION
By: /s/ Eugene R. Corasanti
NAME: EUGENE R. CORASANTI
TITLE: PRESIDENT, CHIEF EXECUTIVE OFFICER AND
CHAIRMAN OF THE BOARD

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons in the capacities and on the date indicated.

SIGNATURE	TITLE	DATE
/s/ Eugene R. Corasanti EUGENE R. CORASANTI	President, Chief Executive Officer and Chairman of the Board (Principal Executive Officer)	March 14, 1996
/s/ Robert D. Shallish, Jr. ROBERT D. SHALLISH, JR.	Vice President-Finance and Chief Financial Officer (Principal Financial Officer)	March 14, 1996
/s/ Joseph J. Corasanti JOSEPH J. CORASANTI	Vice President-Legal Affairs, General Counsel and Director	March 14, 1996
/s/ Luke A. Pomilio LUKE A. POMILIO	Controller (Principal Accounting Officer)	March 14, 1996
/s/ Harry Cone HARRY CONE	Director	March 14, 1996
/s/ Robert E. Rimmell ROBERT E. REMMELL	Director	March 14, 1996
/s/ Bruce F. Daniels BRUCE F. DANIELS	Director	March 14, 1996

INDEX TO EXHIBITS

EXHIBIT NO.	DESCRIPTION	SEQUENTIAL PAGE NO.
5.1	Opinion of Steates Rimmell Steates & Dziekan with respect to the securities being issued hereunder.	
23(a)	Consent of Price Waterhouse LLP.	
23(b)	Consent of Ernst & Young LLP.	
23(c)	Consent of Mansperger Patterson & McMullin, CPA's.	
23(d)	Consent of Arthur Andersen LLP.	
23(e)	Consent of Steates Rimmell Steates & Dziekan (included in the opinion filed as Exhibit 5.1 hereto).	

[STEATES REMMELL AND STEATES LETTERHEAD GOES HERE]

March 14, 1996

CONMED Corporation
310 Broad Street
Utica, New York 13501
Dear Sirs:

In connection with the registration under the Securities Act of 1933 (the "Act") of 3,852,500 shares (the "Shares") of Common Stock, par value \$.01 per share, of CONMED Corporation, a New York corporation (the "Company"), we, as your counsel, have examined such corporate records, certificates and other documents, and such questions of law, as we have considered necessary or appropriate for the purposes of this opinion.

Upon the basis of such examination, we advise you that, in our opinion, when the Registration Statements relating to the Shares have become effective under the Act and the Shares have been duly issued and sold as contemplated by the Registration Statements, the Shares will be validly issued, fully paid and nonassessable.

The foregoing opinion is limited to the Federal laws of the United States, and the laws of the State of New York, and we are expressing no opinion as to the effect of the laws of any other jurisdiction.

We have relied as to certain matters on information obtained from public officials, officers of the Company and other sources believed by us to be responsible.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statements and to the reference to us under the heading "Validity of Common Stock" in the Prospectus. We also consent to the incorporation by reference of this opinion into a registration statement relating to the same class of securities covered by such registration statement that is filed with respect to the same offering pursuant to Rule 462(b) under the Act. In giving such consent, we do not thereby admit that we are in the category of persons whose consent is required under Section 7 of the Act.

Very truly yours,
/s/ Robert E. Rimmell

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in the Prospectus constituting part of this Registration Statement on Form S-3 of our report dated February 3, 1995 (except as to Note 13, which is as of December 18, 1995) appearing on Page F-1 of CONMED Corporation's Annual Report on Form 10-K/A for the year ended December 30, 1994. We also consent to the incorporation by reference of our report dated January 29, 1996, which appears on page 1 of Exhibit 99 of the Current Report on Form 8-K filed February 26, 1996. We also consent to the incorporation by reference of our report on the Financial Statement Schedule which appears on page 15 of Exhibit 99 of such Current Report on Form 8-K. We also consent to the reference to us under the heading "Experts" in such Prospectus.

/s/ Price Waterhouse LLP
PRICE WATERHOUSE LLP

Syracuse, New York
March 14, 1996

CONSENT OF ERNST & YOUNG LLP,
INDEPENDENT AUDITORS

We consent to the reference to our firm under the caption "Experts" and to the use of our reports dated August 19, 1994, with respect to the financial statements and schedules of Birtcher Medical Systems, Inc., included in the Registration Statement on Form S-3 and related Prospectus of CONMED Corporation for the registration of 3,852,500 shares of its common stock. We also consent to the incorporation by reference of our aforementioned report into a registration statement relating to the same class of securities covered by this registration statement that is filed with respect to the same offering pursuant to Rule 462(b) under the Securities Act of 1933.

/s/ Ernst & Young LLP

Irvine, California
March 14, 1996

CONSENT OF INDEPENDENT ACCOUNTANTS

We consent to the incorporation by reference in the Prospectus constituting part of this Registration Statement on Form S-3 of our report dated June 15, 1995, with respect to the financial statements and supplemental schedules of The Master Medical Corporation for the year ended December 31, 1994, and to the references to us under the heading "Experts" in such Prospectus.

We also consent to the incorporation by reference of our aforementioned report into a registration statement relating to the same class of securities covered by this registration statement that is filed with respect to the same offering pursuant to Rule 462(b) under the Securities Act of 1933.

/s/ Mansperger, Patterson & McMullin
MANSPERGER, PATTERSON & MCMULLIN, CPA'S

Tempe, Arizona
March 14, 1996

CONSENT OF INDEPENDENT PUBLIC ACCOUNTANTS

As independent public accountants, we hereby consent to the use of our report dated February 14, 1996 on the consolidated balance sheets of New Dimensions In Medicine, Inc. (a Delaware corporation) and subsidiaries as of December 31, 1995 and December 31, 1994 and the related consolidated statements of operations, stockholders' equity and cash flows for the year ended December 31, 1995 and for the ten-week period ended December 31, 1994 and our report dated February 24, 1995 on the consolidated balance sheets of NDM Acquisition Corp. (a Minnesota corporation and a wholly owned subsidiary of MEI Diversified Inc.) and subsidiaries as of October 14, 1994 and December 31, 1993 and 1992 and the related consolidated statements of operations, stockholder's equity and cash flows for the period ended October 14, 1994 and the years ended December 31, 1993 and 1992, incorporated by reference in this registration statement. We also consent to the references to us under the heading "Experts" in the Prospectus.

/s/ Arthur Anderson LLP

Cincinnati, Ohio
March 14, 1996