

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

Docket No. 1-5589

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1. Name of conveying party(ies):

Old HLI, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - State: Delaware
- Limited Liability Company - State:

Additional name(s) attached? No

2. Name and address of receiving party(ies)

HLI Operating Company, Inc.  
15300 Centennial Road  
Northville, Michigan 48167

- Individual(s) citizenship:
  - Association
  - General Partnership
  - Limited Partnership
  - Corporation - State: Delaware
- If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No
- Additional name(s) and address(es) attached? No

3. Nature of Conveyance:  Assignment  Security Agreement  Change of Name  Merger  
 Other (specify):

Execution Date: June 3, 2003

4. Application number(s) and/or registration number(s):

The document relates to Trademark Application No.(s):

The document relates to Registration No.(s):

2257911 CENTRUMOUNT  
2271009 CENTRUSTEEL  
2400397 CENTRULITE  
2552925 HAYES LEMMERZ & DESIGN

Additional numbers attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Douglas V. Pavelko  
MacMillan, Sobanski & Todd, LLC  
One Maritime Plaza, Fifth Floor  
720 Water Street  
Toledo, Ohio 43604

6. Total number of applications and registrations involved: 4

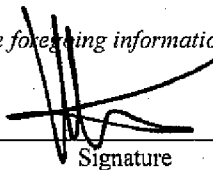
7. Total Fee (37 CFR 3.14) \$115.00

Please charge the \$115.00 recordal fees to Hayes Lemmerz, Deposit Account No. 08-1393.

8. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Douglas V. Pavelko  
Name of Person Signing



Signature

September 24, 2007  
Date

CH \$115.00 081393 2257911

# Delaware

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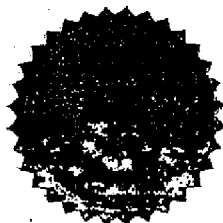
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE COURT ORDERED CERTIFICATE OF MERGER, WHICH MERGES:

"OLD HLI, INC.", A DELAWARE CORPORATION,

WITH AND INTO "HLI OPERATING COMPANY, INC." UNDER THE NAME OF "HLI OPERATING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF JUNE, A.D. 2003, AT 12:09 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3640906 8100M

AUTHENTICATION: 2449393

030363441

DATE: 06-03-03

TRADEMARK

REEL: 003627 FRAME: 0045

06/03/2003 12:08 302 651 3017 - 16965840913027393673

State of Delaware 036 002  
Secretary of State  
Division of Corporations  
Delivered 12:09 PM 06/03/2003  
FILED 12:09 PM 06/03/2003  
SRV 030363441 - 3640906 FILE

**CERTIFICATE OF MERGER  
OF  
OLD HLL INC.  
INTO  
HLL OPERATING COMPANY, INC.**

Pursuant to Section 251 and Section 303 of the General Corporation Law of the State of Delaware

HLL Operating Company, Inc., a Delaware corporation, does hereby certify:

**FIRST:** The names and states of incorporation of the constituent corporations to this merger are as follows:

HLL Operating Company, Inc.	Delaware
Old HLL, Inc.	Delaware

**SECOND:** An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 and Section 303 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the corporation surviving the merger is HLL Operating Company, Inc.

**FOURTH:** The Amended and Restated Certificate of Incorporation of HLL Operating Company, Inc. shall be the Amended and Restated Certificate of Incorporation of the surviving corporation.

**FIFTH:** That the merger of Old HLL, Inc. with and into HLL Operating Company, Inc. is one of the transactions contemplated by the Modified

06/03/2003

12:08

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NO. 636

003

First Amended Joint Plan of Reorganization of Hayes Lemmerz International, Inc., and its Affiliated Debtors and Debtors in Possession, as Further Modified, dated as of April 9, 2003 (as such plan may be amended, supplemented or modified from time to time and confirmed on May 12, 2003, by the United States Bankruptcy Court for the District of Delaware, Case No. 01-11490 (the "Plan")) and, pursuant to Section 6.5 of the Plan and Section 251 and Section 303 of the DGCL, is authorized and approved in all respects without any requirement of further action of the security holders (including the stockholders) or directors of either of the constituent corporations.

FIFTH: The executed agreement of merger is on file at an office of the Surviving Corporation, 15300 Centennial Drive, Northville, Michigan 48167. A copy will be provided, upon request and without cost, to any stockholder of either constituent corporation.

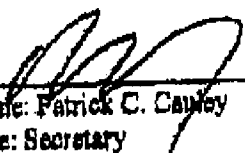
**(SIGNATURE PAGE FOLLOWS)**

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NO. 836 D04

IN WITNESS WHEREOF, HLI Operating Company, Inc. has caused  
this Certificate of Merger to be executed in its corporate name this 3<sup>rd</sup> day of June,  
2003.

HLI OPERATING COMPANY, INC.

  
Name: Patrick C. Canvey  
Title: Secretary