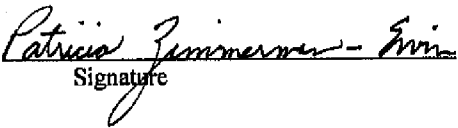


RECORDATION FORM COVER SHEET TRADEMARKS ONLY		Docket No. 1-24018
To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.		
<p>1. Name of conveying party(ies):</p> <p>Old HLI, Inc.</p> <p><input type="checkbox"/> Individual(s)  <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership  <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation - State: Delaware  <input type="checkbox"/> Limited Liability Company - State:</p> <p>Additional name(s) attached? No</p>	<p>2. Name and address of receiving party(ies)</p> <p>HLI Operating Company, Inc.  15300 Centennial Road  Northville, Michigan 48167</p> <p><input type="checkbox"/> Individual(s) citizenship:  <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership  <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation - State: Delaware</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Additional name(s) and address(es) attached? No</p>	
<p>3. Nature of Conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Merger  <input type="checkbox"/> Other (specify):</p> <p>Execution Date: June 3, 2003</p>		
<p>4. Application number(s) and/or registration number(s):</p> <p><input type="checkbox"/> The document relates to Trademark Application No.(s):</p> <p><input checked="" type="checkbox"/> The document relates to Registration No.(s):</p> <p>2858847 GEMTECH</p> <p>Additional numbers attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Douglas V. Pavelko  MacMillan, Sobanski &amp; Todd, LLC  One Maritime Plaza, Fifth Floor  720 Water Street  Toledo, Ohio 43604</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total Fee (37 CFR 3.14) \$40.00</p> <p>Please charge the \$40.00 recordal fees to Hayes Lemmerz, Deposit Account No. 08-1393.</p>	
<p>8. Statement and signature.  <i>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.</i></p> <p><u>Patricia Zimmerman-Ervin</u>  June 23, 2010  Name of Person Signing Signature Date</p> <p style="text-align: right;">Page 1 of 5</p>		

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# Delaware

PAGE 1

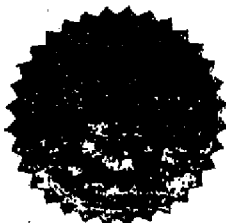
*The First State*

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

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AUTHENTICATION: 2449393

TRADEMARK

DATE: 06-23-03  
REEL: 004230 FRAME: 0507

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

State of Delaware NO. 836 002  
Secretary of State  
Division of Corporations  
Delivered 12:09 PM 06/03/2003  
FILED 12:09 PM 06/03/2003  
SRV 030363441 - 360906 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

06/23/2003

12:08

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NO. 836

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]

06/23/2003 12:08 302 651 3017 → 16965840913027393673

NO. 836 004

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. Cauley  
Title: Secretary