

Edgar Filing: Shakespeare Conductive Fibers, LLC - Form POSASR

Shakespeare Conductive Fibers, LLC  
Form POSASR  
April 18, 2016

As filed with the Securities and Exchange Commission on April 18, 2016

Registration No. 333-190687

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO**

**FORM S-3**

**REGISTRATION STATEMENT**

***UNDER***

***THE SECURITIES ACT OF 1933***

**JARDEN CORPORATION**

**(Exact name of registrant as specified in its charter)**

**Delaware**

**35-1828377**

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification No.)

6655 Peachtree Dunwoody Road

Atlanta, Georgia 30328

(Address of principal executive offices including zip code)

Bradford R. Turner, Esq.

Chief Legal Officer and Corporate Secretary

6655 Peachtree Dunwoody Road

Atlanta, Georgia 30328

(Name and address of agent for service)

(770) 418-7000

(Telephone number, including area code, of agent for service)

*Copies to:*

Joel T. May, Esq.

Jones Day

1420 Peachtree Street

Atlanta, GA 30309

(404) 521-3939

**Approximate date of commencement of proposed sale to the public:** This Post-Effective Amendment deregisters those securities that remain unsold hereunder as of the effective date hereof.

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. "

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 this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Non-accelerated filer

Accelerated filer

Smaller reporting company

---

**TABLE OF ADDITIONAL REGISTRANTS**

| <b>Name of Additional Registrant*</b> | <b>Jurisdiction of Incorporation or Organization</b> | <b>IRS Employer ID Number</b> |
|---------------------------------------|--|-------------------------------|
| Alltrista Plastics LLC                | Indiana  | 35-2000584                    |
| American Household, Inc.              | Delaware   | 25-1638266                    |
| Australian Coleman, Inc.              | Kansas   | 48-0898070                    |
| Bicycle Holding, Inc.                 | Delaware   | 31-1421129                    |
| BRK Brands, Inc.                      | Delaware   | 04-3157073                    |
| CC Outlet, Inc.                       | Delaware   | 13-3966497                    |
| Coleman International Holdings, LLC   | Delaware   | 13-3639257                    |
| Coleman Worldwide Corporation         | Delaware   | 13-3704484                    |
| Envirocooler, LLC                     | Delaware   | 26-4001721                    |
| First Alert, Inc.                     | Delaware   | 04-3157075                    |
| Hearthmark, LLC                       | Delaware   | 35-2000585                    |
| Holmes Motor Corporation              | Delaware   | 04-3438010                    |
| Jarden Acquisition I, LLC             | Delaware   | 20-0893342                    |
| Jarden Zinc Products, LLC             | Indiana  | 35-2000583                    |
| JT Sports LLC                         | Delaware   | 20-0595206                    |
| K-2 Corporation                       | Indiana  | 35-1175329                    |
| Kansas Acquisition Corp.              | Delaware   | 13-3738068                    |
| L.A. Services, Inc.                   | Delaware   | 65-0973486                    |
| Laser Acquisition Corp.               | Delaware   | 65-0826385                    |
| Lehigh Consumer Products LLC          | Delaware   | 23-2936885                    |
| Lifoam Holdings, LLC                  | Delaware   | 20-1783241                    |
| Lifoam Industries, LLC                | Delaware   | 13-4103395                    |
| Lifoam Packaging Solutions, LLC       | Delaware   | 20-1984850                    |
| Loew-Cornell, LLC                     | Delaware   | 22-2013755                    |
| Marker Volkl USA, Inc.                | New Hampshire  | 02-0465241                    |
| Marmot Mountain, LLC                  | Delaware   | 73-1706851                    |
| Miken Sports, LLC                     | Delaware   | 04-3798778                    |
| Nippon Coleman, Inc.                  | Kansas   | 48-0898069                    |
| Outdoor Sports Gear, Inc.             | Delaware   | 95-2077125                    |
| Outdoor Technologies Corporation      | Iowa   | 42-1204277                    |
| Penn Fishing Tackle Mfg. Co.          | Pennsylvania   | 23-1333002                    |
| Pure Fishing, Inc.                    | Iowa   | 42-0784220                    |
| QMC Buyer Corp.                       | Delaware   | 87-0736137                    |
| Quickie Holdings, Inc.                | Delaware   | 87-0736138                    |
| Quickie Manufacturing Corporation     | New Jersey   | 22-2189158                    |
| Quoin, LLC                            | Delaware   | 88-0374612                    |
| Rawlings Sporting Goods Company, Inc. | Delaware   | 43-1674348                    |
| Sea Striker, LLC                      | Delaware   | 26-4463603                    |
| Shakespeare Company, LLC              | Delaware   | 38-1022940                    |
| Shakespeare Conductive Fibers, LLC    | Delaware   | 38-1022940                    |
| SI II, Inc.                           | Florida  | 65-0717251                    |
| Sitca Corporation                     | Washington   | 91-0978656                    |
| Sunbeam Americas Holdings, LLC        | Delaware   | 25-1638268                    |

Edgar Filing: Shakespeare Conductive Fibers, LLC - Form POSASR

|  |          |            |
|--|----------|------------|
| Sunbeam Products, Inc.                 | Delaware | 25-1406546 |
| The Coleman Company, Inc.              | Delaware | 13-3639257 |
| The United States Playing Card Company | Delaware | 31-1421130 |
| USPC Holding, Inc.                     | Delaware | 31-1421131 |

\* Addresses and telephone numbers of principal executive offices are the same as those of Jarden Corporation.

**EXPLANATORY NOTE**

**DEREGISTRATION OF SECURITIES**

This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-3 (File No. 333-190687) (the Registration Statement ) of Jarden Corporation ( Jarden ) and the other registrants listed in the table above, filed with the Securities and Exchange Commission (the SEC ) on August 16, 2013, which registered an indeterminate number of series of common stock, preferred stock, debt securities and guarantees of debt securities.

On April 15, 2016, pursuant to an Agreement and Plan of Merger, dated as of December 13, 2015, by and among Newell Rubbermaid Inc. ( Newell ), Jarden, NCPF Acquisition Corp. I, a Delaware corporation and a wholly-owned subsidiary of Newell, and NCPF Acquisition Corp. II, a Delaware corporation and a wholly-owned subsidiary of Newell, Jarden became a direct wholly-owned subsidiary of Newell as a result of a series of merger transactions (the Acquisition ).

As a result of the Acquisition, Jarden has terminated all offerings of securities pursuant to the Registration Statement. In accordance with an undertaking made by Jarden in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities that had been registered for issuance that remain unsold at the termination of such offering, Jarden hereby removes from registration all of such securities registered but unsold under the Registration Statement as of the date hereof, if any.

## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, each of the undersigned registrants certify that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement described above to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Atlanta, State of Georgia, on April 18, 2016.

JARDEN CORPORATION

By: /s/ Bradford R. Turner  
Name: Bradford R. Turner

Title: Chief Legal Officer and Corporate  
Secretary

BICYCLE HOLDING, INC.

THE UNITED STATES PLAYING CARD  
COMPANY

USPC HOLDING, INC.

By: /s/ Ian G.H. Ashken  
Name: Ian G.H. Ashken

Title: Authorized Signatory

ALLTRISTA PLASTICS LLC

AMERICAN HOUSEHOLD, INC.

AUSTRALIAN COLEMAN, INC.

BRK BRANDS, INC.

CC OUTLET, INC.

COLEMAN INTERNATIONAL HOLDINGS,  
LLC

COLEMAN WORLDWIDE CORPORATION

ENVIROCOOLER, LLC

FIRST ALERT, INC.



HEARTHMARK, LLC

HOLMES MOTOR CORPORATION

JARDEN ACQUISITION I, LLC

JARDEN ZINC PRODUCTS, LLC

JT SPORTS LLC

K-2 CORPORATION

KANSAS ACQUISITION CORP.

L.A. SERVICES, INC.

LASER ACQUISITION CORP.

LEHIGH CONSUMER PRODUCTS LLC

LIFOAM HOLDINGS, LLC

LIFOAM INDUSTRIES, LLC

LIFOAM PACKAGING SOLUTIONS, LLC

LOEW-CORNELL, LLC

MARKER VOLKL USA, INC.

MARMOT MOUNTAIN, LLC

MIKEN SPORTS, LLC

NIPPON COLEMAN, INC.

OUTDOOR SPORTS GEAR, INC.

OUTDOOR TECHNOLOGIES  
CORPORATION

PENN FISHING TACKLE MFG. CO.

PURE FISHING, INC.

QMC BUYER CORP.

QUICKIE HOLDINGS, INC.

QUICKIE MANUFACTURING  
CORPORATION

QUOIN, LLC

RAWLINGS SPORTING GOODS  
COMPANY, INC.

SEA STRIKER, LLC

SHAKESPEARE COMPANY, LLC

SHAKESPEARE CONDUCTIVE FIBERS,  
LLC

SI II, INC.

SITCA CORPORATION

SUNBEAM AMERICAS HOLDINGS, LLC

SUNBEAM PRODUCTS, INC.

THE COLEMAN COMPANY, INC.

By: /s/ Richard Sansone  
Name: Richard Sansone

Title: Authorized Signatory

Note: No other person is required to sign this Post-Effective Amendment to the Registration Statement in reliance upon Rule 478 under the Securities Act of 1933.