

Cooper-Standard Holdings Inc.  
Form 424B3  
September 22, 2005  
FILED PURSUANT TO 424(B)(3)  
File Number 333-124582

COOPER STANDARD HOLDINGS INC.

Supplement No. 2 to market-making prospectus dated May 12, 2005

The date of this supplement is September 22, 2005  
On September 22, 2005, Cooper-Standard Holdings Inc. filed the attached Current Report on Form 8-K

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

Form 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 16, 2005

COOPER-STANDARD HOLDINGS INC.

(Exact name of Registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

333-123708  
(Commission  
File Number)

20-1945088  
(I.R.S. Employer  
Identification No.)

**39550 Orchard Hill Place Drive  
Novi, Michigan 48375**

(Address of principal executive offices)

Registrant's telephone number, including area code: **(248) 596-5900**

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17  
CFR 240.13e-4(c))

---

---

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

Effective September 16, 2005, the employment of Paul C. Gilbert as Cooper-Standard Automotive Inc.'s President, NVH Control Systems, was terminated.

---

#### 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.

**Cooper-Standard Holdings Inc.**

/s/ Timothy W. Hefferon

Name: Timothy W. Hefferon

Title: Vice President, General Counsel  
and Secretary

Date: September 22, 2005

---