

MULTIBAND CORP
Form 15-15D
January 30, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION
UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934
OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTION 13 AND 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number: 333-186684

Goodman Networks Incorporated
(Exact name of registrant as specified in its charter)

See Schedule A for additional registrants

6400 International Parkway, Suite 1000

Plano, TX 75093

(972) 406-9692

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

12.125% Senior Secured Notes due 2018*

Guarantees of 12.125% Senior Secured Notes due 2018**

(Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty of file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule ..
12g-4(a)(1) ..

Rule ..
12g-4(a)(2) ..

Rule ..
12h-3(b)(1)(i)

Rule ..
12h-3(b)(1)(ii)

Payment of filing fee (check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

(1) Title of each class of securities to which transaction applies:

Rule 15d-22(b)

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. **Fee paid previously with preliminary materials.**
.. **Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.**

(1) Amount Previously Paid:

/s/ Marilyn R. Post, on behalf of and as attorney-in-fact for J. Veronica Biggins

05/17/2012

Signature Date
of
Reporting
Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares granted pursuant to an exempt transaction under the Southwest Airlines Co. Amended and Restated 2007 Equity Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

op:12pt; margin-bottom:0pt; font-size:11pt; font-family:Times New Roman">Our records show that you are entitled to vote at the **Amgen Inc. 2015 Annual Meeting of Stockholders** to be held on **May 14, 2015**. According to our latest records, your proxy vote for our 2015 Annual Meeting of Stockholders has not yet been received. **YOUR VOTE IS IMPORTANT!**

The proxy materials for the 2015 Annual Meeting of Stockholders were either previously delivered to you in paper format or you were sent a Notice that indicated that the proxy materials are available at www.astproxyportal.com/ast/Amgen. For your convenience, we have enclosed a copy of the original Notice and a proxy card (with a postage pre-paid envelope). Please understand that you can vote your shares by using any of the following methods. We urge you to review the proxy materials and vote your shares promptly.

Available 24 Hours 7 Days a Week

Vote online or by phone until 11:59PM Eastern Time on May 13, 2015.

You may access the proxy materials at www.astproxyportal.com/ast/Amgen.

VOTE BY TELEPHONE	VOTE BY INTERNET	VOTE BY MAIL
Using a touch-tone telephone, call the toll-free number which appears on your enclosed proxy card.	Go to the website: WWW.VOTEPROXY.COM	Mark, sign and date your proxy card and return in the postage-paid envelope.

Just follow these three easy steps: *Just follow these three easy steps:* *Just follow these three easy steps:*

- | | | |
|---|---|--|
| 1. Read the Amgen Inc. Proxy Statement and the enclosed proxy card. | 1. Read the Amgen Inc. Proxy Statement and the enclosed proxy card. | 1. Read the Amgen Inc. Proxy Statement and the enclosed proxy card. |
| 2. Call the toll-free number 1-800-PROXIES (1-800-776-9437). | 2. Go to the website www.voteproxy.com. | 2. Mark, sign and date your proxy card. |
| 3. Please have your proxy card in hand and follow the simple instructions. | 3. Please have your proxy card in hand and follow the simple instructions. | 3. Return the proxy card in the postage-paid envelope we have provided or return to Operations Center, American Stock Transfer & Trust Company LLC, 6201 15th Avenue, Brooklyn, NY 11219-9821. |

If you vote by telephone or Internet, do not return your proxy card.

If you have already voted, you do not need to vote again.

Thank you for your vote!

Dear Amgen Stockholder:

Our records show that your Amgen Inc. shares are registered in the name of your broker as the holder of record for the **Amgen Inc. 2015 Annual Meeting of Stockholders** to be held on **May 14, 2015**. However, your broker has not yet received instructions from you on how to vote your shares at our 2015 Annual Meeting of Stockholders. **YOUR VOTE IS IMPORTANT!**

YOUR SHARES CANNOT BE VOTED ON CERTAIN PROPOSALS

UNLESS YOU GIVE SPECIFIC VOTING INSTRUCTIONS TO YOUR BROKER!

The proxy materials for the 2015 Annual Meeting of Stockholders were either previously delivered to you by your broker in paper format or you were sent a Notice from your broker that indicated that the proxy materials are available at www.proxyvote.com. For your convenience, we have enclosed a copy of the Notice and voting instruction form (with a postage pre-paid envelope). Please understand that you can vote your shares by using any of the following methods. We urge you to review the proxy materials and vote your shares promptly.

Available 24 Hours 7 Days a Week

Vote online or by phone until 11:59PM Eastern Time on May 13, 2015.

You may access the proxy materials at www.proxyvote.com.

VOTE BY TELEPHONE	VOTE BY INTERNET	VOTE BY MAIL
<p>Using a touch-tone telephone, call toll-free number which appears on your enclosed voting instruction form.</p> <p><i>Just follow these three easy steps:</i></p>	<p>Go to the website:</p> <p>WWW.PROXYVOTE.COM</p> <p><i>Just follow these three easy steps:</i></p> <p>383,000</p>	<p>Mark, sign and date your voting instruction form and return in the postage-paid envelope.</p> <p><i>Just follow these three easy steps:</i></p> <p>394,807</p>
TOTAL ASSETS	\$ 1,408,849	\$ 1,408,7

See Notes to the Condensed Consolidated Financial Statements.

THOR INDUSTRIES, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) (Continued)

LIABILITIES AND STOCKHOLDERS EQUITY	October 31, 2014	July 31, 2014
Current liabilities:		
Accounts payable	\$ 147,546	\$ 164,619
Accrued liabilities:		
Compensation and related items	45,244	43,888
Product warranties	97,640	94,938
Income and other taxes	8,491	18,468
Promotions and rebates	20,375	17,474
Product, property and related liabilities	13,000	12,928
Other	14,876	18,400
Total current liabilities	347,172	370,715
Unrecognized income tax benefits	19,856	23,689
Deferred income taxes, net	21,405	19,388
Other long-term liabilities	17,650	17,229
Total long-term liabilities	58,911	60,306
Contingent liabilities and commitments		
Stockholders' equity:		
Preferred stock — authorized 1,000,000 shares; none outstanding		
Common stock — par value of \$.10 per share; authorized 250,000,000 shares; issued 62,300,037 and 62,210,429 shares, respectively	6,230	6,221
Additional paid-in capital	210,610	208,501
Retained earnings	1,054,941	1,030,428
Less treasury shares of 8,911,474 and 8,880,877, respectively, at cost	(269,015)	(267,453)
Total stockholders' equity	1,002,766	977,697
TOTAL LIABILITIES AND STOCKHOLDERS EQUITY	\$ 1,408,849	\$ 1,408,718

See Notes to the Condensed Consolidated Financial Statements.

THOR INDUSTRIES, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME

FOR THE THREE MONTHS ENDED OCTOBER 31, 2014 AND 2013 (UNAUDITED)

	Three Months Ended October 31,	
	2014	2013
Net sales	\$ 921,992	\$ 799,963
Cost of products sold	804,327	694,780
Gross profit	117,665	105,183
Selling, general and administrative expenses	57,989	48,341
Amortization of intangible assets	3,689	2,838
Impairment charges		710
Interest income	367	510
Interest expense		5
Other income, net	352	642
Income from continuing operations before income taxes	56,706	54,441
Income taxes	17,505	18,047
Net income from continuing operations	39,201	36,394
Income (loss) from discontinued operations, net of income taxes	(276)	4,714
Net Income	\$ 38,925	\$ 41,108
Weighted average common shares outstanding:		
Basic	53,336,592	53,205,004
Diluted	53,433,447	53,299,476
Earnings per common share from continuing operations:		
Basic	\$ 0.73	\$ 0.68
Diluted	\$ 0.73	\$ 0.68
Earnings (loss) per common share from discontinued operations:		
Basic	\$ 0.00	\$ 0.09
Diluted	\$ 0.00	\$ 0.09
Earnings per common share:		
Basic	\$ 0.73	\$ 0.77
Diluted	\$ 0.73	\$ 0.77
Regular dividends declared and paid per common share	\$ 0.27	\$ 0.23
Special dividend declared per common share	\$ 0.00	\$ 1.00
Net income	\$ 38,925	\$ 41,108
Unrealized appreciation on investments, net of income tax		22
Comprehensive income	\$ 38,925	\$ 41,130

See Notes to the Condensed Consolidated Financial Statements.

THOR INDUSTRIES, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE THREE MONTHS ENDED OCTOBER 31, 2014 AND 2013 (UNAUDITED)

	Three Months Ended October 31,	
	2014	2013
Cash flows from operating activities:		
Net income	\$ 38,925	\$ 41,108
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	3,324	3,414
Amortization of intangible assets	3,689	2,902
Impairment charges		710
Deferred income tax provision	1,177	1,266
Gain on disposal of bus business		(7,825)
(Gain) loss on disposition of property, plant and equipment	(13)	34
Stock-based compensation expense	1,565	1,376
Excess tax benefits from stock-based awards	(114)	(737)
Changes in assets and liabilities (excluding acquisitions and disposition):		
Accounts receivable	35,870	21,110
Inventories	(5,497)	(43,288)
Prepaid income taxes, expenses and other	(4,267)	(1,860)
Accounts payable	(13,743)	3,916
Accrued liabilities	(7,479)	(14,264)
Other liabilities	(3,412)	(2,009)
Net cash provided by operating activities	50,025	5,853
Cash flows from investing activities:		
Purchases of property, plant and equipment	(8,541)	(5,131)
Proceeds from dispositions of property, plant and equipment	13	65
Proceeds from dispositions of investments		700
Proceeds from notes receivable		2,700
Proceeds from sale of bus business		97,677
Acquisitions, net of cash acquired	(2,915)	(33,774)
Other	7	219
Net cash provided by (used in) investing activities	(11,436)	62,456
Cash flows from financing activities:		
Regular cash dividends paid	(14,412)	(12,253)
Excess tax benefits from stock-based awards	114	737
Proceeds from issuance of common stock		2,293
Payments related to vesting of stock-based awards		(705)
Net cash used in financing activities	(14,298)	(9,928)
Net increase in cash and cash equivalents	24,291	58,381
Cash and cash equivalents, beginning of period	289,336	236,601
Cash and cash equivalents, end of period	\$ 313,627	\$ 294,982

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Supplemental cash flow information:

Income taxes paid	\$	36,246	\$	34,970
Interest paid	\$		\$	132

Non-cash transactions:

Capital expenditures in accounts payable	\$	353	\$	1,518
Other accounts receivable from disposal of bus business	\$		\$	8,329
Special dividend payable	\$		\$	53,290

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