

POWERSCREEN HOLDING USA INC

Form S-3

November 08, 2010

As filed with the Securities and Exchange Commission on November 5, 2010

Registration No. 333-

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM S-3

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

TEREX CORPORATION
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	3531 (Primary Standard Industrial Classification Code Number)	34-1531521 (I.R.S. Employer Identification No.)
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200 Nyala Farm Road
Westport, Connecticut 06880
(203) 222-7170
(Address and telephone number of principal executive offices)

Eric I Cohen, Esq.
Terex Corporation
200 Nyala Farm Road
Westport, Connecticut 06880
(203) 222-7170
(Name, address, and telephone number of agent for service)

Copies to:

Bryan Cave LLP

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1290 Avenue on the Americas
New York, New York 10104
Attention: Stuart A. Gordon, Esq.
David E. Fisher, Esq.
(212) 541-2000

Approximate date of commencement of proposed sale to the public: From time to time after the effective date of this registration statement.

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, please check the following box. x

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. o

If this form is a post-effective amendment filed pursuant to Rule 462(c) 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. o

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. o

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. o

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.

Large accelerated filer x
 Accelerated filer o
 Non-accelerated filer o (Do not check if a smaller reporting
 company) Smaller reporting
 company o

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to Be Registered	Amount to Be Registered (1)(2)	Proposed Maximum Offering Price Per Unit (1) (2)	Proposed Maximum Aggregate Offering Price (1) (2)	Amount of Registration Fee (3)
Debt Securities (4)	-	-	-	-
Preferred Stock, par value \$.01 per share (4)	-	-	-	-
Depository Shares (4) (5)	-	-	-	-
Common Stock, par value \$.01 per share	-	-	-	-

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(4) Securities Warrants	-	-	-	-
(4) Guarantees of Debt Securities by certain subsidiaries of Terex Corporation (6)	-	-	-	-
Total	\$1,000,000,000	100%	\$1,000,000,000	\$71,300

- (1) We will determine the proposed maximum offering price per unit from time to time in connection with issuances of securities registered under this registration statement.
- (2) Not applicable pursuant to General Instruction II.D of Form S-3 under the Securities Act of 1933.
- (3) Calculated pursuant to Rule 457(o) based on the proposed maximum aggregate offering price.
- (4) An indeterminate principal amount and number of the securities of each identified class is being registered as may from time to time be offered at indeterminate prices. The securities registered hereunder shall have an aggregate initial offering price for all securities not to exceed \$1,000,000,000.00, provided, however, that if any debt securities are issued at an original issue discount, then the offering price of such debt securities shall be in such greater principal amount as shall result in an aggregate initial offering price not to exceed \$1,000,000,000.00, less the aggregate dollar amount of all securities previously issued hereunder. Separate consideration may or may not be received for securities that are issuable on exercise, conversion or exchange of other securities or that are issued in units or represented by depositary shares. Includes an indeterminate amount of our securities as may be issued upon conversion of or exchange for, as the case may be, any other securities registered under this registration statement.
- (5) Each depositary share registered hereunder will be issued under a deposit agreement and will represent an interest in a fractional share or multiple shares of preferred stock and will be evidenced by a depositary receipt.
- (6) Guarantees of the debt securities may be issued by subsidiaries of Terex Corporation that are listed on the following page under the caption "Table of Additional Registrants." No separate consideration will be received for such guarantees. Pursuant to Rule 457(n) under the Securities Act, no registration fee is required with respect to such guarantees.

The Registrants hereby amend this registration statement on such date or dates as may be necessary to delay its effective date until the Registrants shall file a further amendment which specifically states that this registration statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933, or until this registration statement shall become effective on such date as the Securities and Exchange Commission, acting pursuant to said Section 8(a), may determine.

TABLE OF ADDITIONAL REGISTRANTS

EXACT NAME OF ADDITIONAL REGISTRANTS	ADDRESS AND TELEPHONE NUMBER OF PRINCIPAL EXECUTIVE OFFICES	STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION	PRIMARY STANDARD INDUSTRIAL CLASSIFICATION CODE NUMBER	I.R.S. EMPLOYER IDENTIFICATION NUMBER
Amida Industries, Inc.	590 Huey Road Rock Hill, South Carolina 29730 (803) 324-3011	South Carolina	3530	57-0531390
A.S.V., Inc.	840 Lily Lane Grand Rapids, MN 55749 (218) 327-3434	Minnesota	3550	41-1459569
CMI Terex Corporation	P.O. Box 1985 I-40 and Morgan Road Oklahoma City, Oklahoma 73128 (405) 787 6020	Oklahoma	3531	73-0519810
Duvalpilot Equipment Outfitters, LLC	*	Florida	3550	22-3886719
Genie Financial Services, Inc.	18340 NE 76th Street P.O. Box 97030 Redmond, Washington 98073 (425) 881-1800	Washington	3550	91-1712115
Genie Holdings, Inc.	18340 NE 76th Street P.O. Box 97030 Redmond, Washington 98073 (425) 881-1800	Washington	3550	91-1666966
Genie Industries, Inc.	18340 NE 76th Street P.O. Box 97030 Redmond, Washington 98073 (425) 881-1800	Washington	3550	91-0815489
Genie International, Inc.	18340 NE 76th Street P.O. Box 97030 Redmond, Washington 98073	Washington	3550	91-1975116

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Genie Manufacturing, Inc.	(425) 881-1800 18340 NE 76th Street P.O. Box 97030 Redmond, Washington 98073	Washington	3550	91-1499412
GFS National, Inc.	(425) 881-1800 18340 NE 76th Street P.O. Box 97030 Redmond, Washington 98073	Washington	3550	91-1959375
Hydra Platforms Mfg. Inc.	(425) 881-1800 1205 Galleria Boulevard Rock Hill, SC 29730	North Carolina	3550	56-1714789
Loegering Mfg. Inc.	(803) 366-8195 840 Lily Lane Grand Rapids Minnesota 55744 (218) 327-3434	North Dakota	3530	45-0310755
Powerscreen Holdings USA Inc.	*	Delaware	3530	61-1265609
Powerscreen International LLC	*	Delaware	3530	61-1340898
Powerscreen North America Inc.	*	Delaware	3530	61-1340891
Powerscreen USA, LLC	11001 Electron Drive Louisville, Kentucky 40299 (502) 267-2314	Kentucky	3530	31-1515625
Powerscreen USC Inc.	*	Delaware	3530	23-2846987
PPM Cranes, Inc.	106 12th Street S.E. Waverly, Iowa 50677 (319) 352-3920	Delaware	3550	39-1611683
Schaeff Incorporated	*	Iowa	3550	42-1097891
Schaeff of North America, Inc.	*	Delaware	3550	75-2852436

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Spinnaker Insurance Company	*	Vermont	3550	03-0372517
Terex Advance Mixer, Inc.	7727 Freedom Way	Delaware	3550	06-1444818
	Ft. Wayne, Indiana 46898			
	(260) 497-0728			
Terex Aerials, Inc.	*	Wisconsin	3530	39-1028686
Terex Financial Services, Inc.	*	Delaware	3550	45-0497096
Terex USA, LLC	*	Delaware	3530	75-3262430
Terex Utilities, Inc.	*	Oregon	3550	93-0557703
Terex-RO Corporation	106 12th Street S.E.	Kansas	3530	44-0565380
	Waverly, Iowa 50677			
	(319) 352-3920			
Terex-Telelect, Inc.	600 Oakwood Road	Delaware	3530	41-1603748
	Watertown, South Dakota 57201			
	(605) 882-4000			

* Address and telephone number of principal executive offices are the same as those of Terex Corporation.

The information in this prospectus is not complete and may be changed. We may not sell these securities until the registration statement filed with the Securities and Exchange Commission is effective. This prospectus is not an offer to sell these securities and it is not soliciting an offer to buy these securities in any state where the offer or sale is not permitted.

Subject to completion, dated November 5, 2010

Prospectus

\$1,000,000,000.00

TEREX CORPORATION

Debt Securities

Preferred Stock

Securities Warrants

Common Stock

Depositary Shares

Guarantees of Debt Securities

We may offer and sell, from time to time, in one or more offerings, up to \$1,000,000,000.00 of any combination of the securities we describe in this prospectus. This prospectus also covers guarantees, if any, of our obligations under any debt securities, which may be given by one or more of our subsidiaries.

We will provide the specific terms of these securities and offerings in one or more supplements to this prospectus. This prospectus may not be used to sell securities unless accompanied by a prospectus supplement. We urge you to read carefully this prospectus, any accompanying prospectus supplement, and any documents we incorporate by reference before you make your investment decision.

Our common stock is quoted on the New York Stock Exchange under the symbol "TEX". If we decide to list or seek a quotation for any other securities, the prospectus supplement relating to those securities will disclose the exchange or market on which those securities will be listed or quoted.

Investing in our securities involves risks. You should consider the risk factors incorporated herein by reference and described under the heading "Risk Factors" beginning on page 5 of this prospectus.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the adequacy or accuracy of this prospectus. Any representation to the contrary is a criminal offense.

The date of this prospectus is _____, 2010.

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