



EXPLANATORY NOTE

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SIGNATURES

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Signatures	Title	Date
* James F. Kirsch	Director	March 7, 2011
* Francis R. McAllister	Director	March 7, 2011
* Roger Phillips	Director	March 7, 2011
* Richard K. Riederer	Director	March 7, 2011
Richard A. Ross	Director	
* Alan Schwartz	Director	March 7, 2011

* The undersigned, by signing his name hereto, does sign and execute this registration statement on Form S-8 pursuant to a Power of Attorney executed on behalf of the above-indicated officers and directors of the Registrant and filed herewith as Exhibit 2(b)ia

EXHIBIT INDEX

Exhibit Number

Description

4.1

Second Amended Articles of Incorporation of CLS

JONES DAY

NORTH POINT • 901 LAKESIDE AVENUE • CLEVELAND, OHIO 44114-1190
TELE

CONSENT OF INDEPENDENT REGISTERED FINANCIAL ADVISOR

d... /s/ James F. Kirsch _____

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~~d~~/ Francis R. McAllister _____

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