

Edgar Filing: CENVEO, INC - Form SC 13D/A

CENVEO, INC  
Form SC 13D/A  
August 25, 2005

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

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO. 4)

Cenveo, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

15670S105

-----  
(CUSIP Number)

August 23, 2005

-----  
(Date of Event Which Requires Filing of this Statement)

Burton Capital Management, LLC  
100 Northfield Street  
Greenwich, CT 06830  
Telephone: (203) 302-3700  
Attn: Robert G. Burton, Jr.

Goodwood Inc.  
212 King Street West, Suite 201  
Toronto, Ontario, Canada M5H 1K5  
Telephone: (416) 203-2022  
Attn: Robert T. Kittel

with a copy to:

Hughes Hubbard & Reed LLP  
One Battery Park Plaza  
New York, NY 10004  
Telephone: (212) 837-6000  
Attn: Kenneth A. Lefkowitz

-----  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

SCHEDULE 13D

-----  
CUSIP NO. 15670S105  
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1 NAME OF REPORTING PERSONS

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Burton Capital Management, LLC  
 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
 (Intentionally Omitted)

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)	X
		(B)	
-----			
3	SEC USE ONLY		
-----			
4	SOURCE OF FUNDS WC		
-----			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
-----			
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
-----			
	7	SOLE VOTING POWER 2,591,882	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0	
	9	SOLE DISPOSITIVE POWER 2,591,882	
	10	SHARED DISPOSITIVE POWER 0	
-----			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,591,882		
-----			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
-----			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 5.1%		
-----			
14	TYPE OF REPORTING PERSON* OO (limited liability company)		
-----			

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1	NAME OF REPORTING PERSONS Robert G. Burton, Sr. S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)		
-----			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)	X
		(B)	
-----			

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3 SEC USE ONLY

---

4 SOURCE OF FUNDS  
OO

---

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e) | |

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.

---

	7	SOLE VOTING POWER	
		0	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER	
		2,806,492	
	9	SOLE DISPOSITIVE POWER	
		0	
	10	SHARED DISPOSITIVE POWER	
		2,806,492	

---

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,806,492

---

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES\* | |

---

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
5.5%

---

14 TYPE OF REPORTING PERSON\*  
IN

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1 NAME OF REPORTING PERSONS  
Robert G. Burton, Jr.  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
(Intentionally Omitted)

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (A) |X|  
(B) | |

---

3 SEC USE ONLY

---

4 SOURCE OF FUNDS  
PF

---

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT

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TO ITEMS 2(d) OR 2(e)

| |

6	CITIZENSHIP OR PLACE OF ORGANIZATION U.S.		
		7	SOLE VOTING POWER 55,000
	NUMBER OF SHARES	8	SHARED VOTING POWER 0
	BENEFICIALLY OWNED BY EACH	9	SOLE DISPOSITIVE POWER 55,000
	REPORTING PERSON WITH	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 55,000		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.1%		
14	TYPE OF REPORTING PERSON* IN		

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1	NAME OF REPORTING PERSONS Michael G. Burton S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)	X
		(B)	
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION U.S.		
		7	SOLE VOTING POWER 87,318

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 87,318
	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 87,318	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.2%	
14	TYPE OF REPORTING PERSON* IN	

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1	NAME OF REPORTING PERSONS Joseph P. Burton S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A) <input checked="" type="checkbox"/> <input type="checkbox"/> (B) <input type="checkbox"/> <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS PF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION U.S.	
	7	SOLE VOTING POWER 63,497
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 63,497

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10 SHARED DISPOSITIVE POWER  
0

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 63,497
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.1%
14	TYPE OF REPORTING PERSON* IN

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1	NAME OF REPORTING PERSONS Gina Zambrana S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (A)  X  (B)
3	SEC USE ONLY
4	SOURCE OF FUNDS PF
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION U.S.
	7 SOLE VOTING POWER 20,634
	8 SHARED VOTING POWER 0
	9 SOLE DISPOSITIVE POWER 20,634
	10 SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 20,634
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES

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CERTAIN SHARES\*

| |

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
less than 0.1%

14 TYPE OF REPORTING PERSON\*  
IN

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1 NAME OF REPORTING PERSONS  
Donald Zegzdryn  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
(Intentionally Omitted)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (A)  | X |  
(B)  | |

3 SEC USE ONLY

4 SOURCE OF FUNDS  
PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) OR 2(e) | |

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.

	7	SOLE VOTING POWER 25,500
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 25,500
	10	SHARED DISPOSITIVE POWER 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
25,500

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES\* | |

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.1%

14 TYPE OF REPORTING PERSON\*

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IN

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1	NAME OF REPORTING PERSONS Thomas Oliva S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)  X  (B)
3	SEC USE ONLY	
4	SOURCE OF FUNDS PF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION U.S.	
	7	SOLE VOTING POWER 342,948
	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 342,948
	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 342,948	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.7%	
14	TYPE OF REPORTING PERSON* IN	



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1	NAME OF REPORTING PERSONS Brendan Tobin S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)	X
		(B)	
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION U.S.		
		7	SOLE VOTING POWER 62,555
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0
		9	SOLE DISPOSITIVE POWER 62,555
		10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 62,555		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.1%		
14	TYPE OF REPORTING PERSON* IN		

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1	NAME OF REPORTING PERSONS		
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Colin Christ  
 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
 (Intentionally Omitted)

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)  X  (B)
3	SEC USE ONLY	
4	SOURCE OF FUNDS PF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION U.S.	
	7	SOLE VOTING POWER 28,717
	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 28,717
	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 28,717	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.1%	
14	TYPE OF REPORTING PERSON* IN	

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1	NAME OF REPORTING PERSONS Leonard C. Green S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)  X  (B)

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3 SEC USE ONLY

4 SOURCE OF FUNDS  
PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) OR 2(e) | |

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.

7 SOLE VOTING POWER  
328,230

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

8 SHARED VOTING POWER  
0

9 SOLE DISPOSITIVE POWER  
328,230

10 SHARED DISPOSITIVE POWER  
0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
328,230

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES\* | |

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.7%

14 TYPE OF REPORTING PERSON\*  
IN

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1 NAME OF REPORTING PERSONS  
Stephen Winslow  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
(Intentionally Omitted)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (A) |X|  
(B) | |

3 SEC USE ONLY

4 SOURCE OF FUNDS  
PF

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5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) | |

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.

---

	7	SOLE VOTING POWER 35,089	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0	
	9	SOLE DISPOSITIVE POWER 35,089	
	10	SHARED DISPOSITIVE POWER 0	

---

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
35,089

---

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* | |

---

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.1%

---

14 TYPE OF REPORTING PERSON\*  
IN

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1 NAME OF REPORTING PERSONS  
Thomas Higgins  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
(Intentionally Omitted)

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (A) |X|  
(B) | |

---

3 SEC USE ONLY

---

4 SOURCE OF FUNDS  
PF

---

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) | |

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.

---

7 SOLE VOTING POWER

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		13,994	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0	
	9	SOLE DISPOSITIVE POWER 13,994	
	10	SHARED DISPOSITIVE POWER 0	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 13,994		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) less than 0.1%		
14	TYPE OF REPORTING PERSON* IN		

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1	NAME OF REPORTING PERSONS 1354037 Ontario Inc. S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)  X  (B)	
3	SEC USE ONLY		
4	SOURCE OF FUNDS 00		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Ontario, Canada		
	7	SOLE VOTING POWER 0	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	8	SHARED VOTING POWER 1,816,646	
	9	SOLE DISPOSITIVE POWER 0	

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PERSON WITH	-----	-----
	10	SHARED DISPOSITIVE POWER 1,816,646
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORT 1,816,646	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.6%	
14	TYPE OF REPORTING PERSON* CO	

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1	NAME OF REPORTING PERSONS Goodwood Inc. S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)  X  (B)
3	SEC USE ONLY	
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (d) OR 2 (e)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Ontario, Canada	
	7	SOLE VOTING POWER 0
	8	SHARED VOTING POWER 1,816,646
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER 1,816,646
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,816,646	

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-----  
 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
 CERTAIN SHARES\* | |  
 -----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 3.6%  
 -----  
 14 TYPE OF REPORTING PERSON\*  
 CO  
 -----

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-----  
 1 NAME OF REPORTING PERSONS  
 Goodwood Fund  
 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
 (Intentionally Omitted)  
 -----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (A) |X|  
 (B) | |  
 -----  
 3 SEC USE ONLY  
 -----  
 4 SOURCE OF FUNDS  
 WC  
 -----  
 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
 TO ITEMS 2(d) OR 2(e) | |  
 -----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
 Canada  
 -----  
 7 SOLE VOTING POWER  
 1,056,046  
 -----  
 NUMBER OF  
 SHARES  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON WITH  
 -----  
 8 SHARED VOTING POWER  
 0  
 -----  
 9 SOLE DISPOSITIVE POWER  
 1,056,046  
 -----  
 10 SHARED DISPOSITIVE POWER  
 0  
 -----  
 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,056,046  
 -----  
 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
 CERTAIN SHARES\* | |  
 -----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 2.1%  
 -----

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14 TYPE OF REPORTING PERSON\*  
IV

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1 NAME OF REPORTING PERSONS  
Goodwood Capital Fund  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
(Intentionally Omitted)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (A) |X|  
(B) | |

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) OR 2(e) | |

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Canada

	7	SOLE VOTING POWER 107,800
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 107,800
	10	SHARED DISPOSITIVE POWER 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
107,800

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES\* | |

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.2%

14 TYPE OF REPORTING PERSON\*  
IV



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1	NAME OF REPORTING PERSONS Arrow Goodwood Fund S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)  X  (B)
3	SEC USE ONLY	
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Canada	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
	7	SOLE VOTING POWER 509,800
	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 509,800
	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 509,800	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.0%	
14	TYPE OF REPORTING PERSON* IV	

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1	NAME OF REPORTING PERSONS The Goodwood Fund 2.0 Ltd. S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A) <input checked="" type="checkbox"/>   (B) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	<input type="checkbox"/>   <input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands	
	7	SOLE VOTING POWER 125,600
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8
		SHARED VOTING POWER 0
		9
		SOLE DISPOSITIVE POWER 125,600
		10
		SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 125,600	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	<input type="checkbox"/>   <input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.2%	
14	TYPE OF REPORTING PERSON* IV	

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1	NAME OF REPORTING PERSONS KBSH Goodwood Canadian Long/Short Fund S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A) <input checked="" type="checkbox"/>   (B) <input type="checkbox"/>

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(B) | |

3	SEC USE ONLY		
4	SOURCE OF FUNDS WC		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Canada		
		7	SOLE VOTING POWER 17,400
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 0
		9	SOLE DISPOSITIVE POWER 17,400
		10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 17,400		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) less than 1%		
14	TYPE OF REPORTING PERSON* IV		

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1	NAME OF REPORTING PERSONS Peter H. Puccetti S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)	X
		(B)	
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		

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5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Canada		
		7	SOLE VOTING POWER 0
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 1,816,646
		9	SOLE DISPOSITIVE POWER 0
		10	SHARED DISPOSITIVE POWER 1,816,646
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,816,646		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.6%		
14	TYPE OF REPORTING PERSON* IN		

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1	NAME OF REPORTING PERSONS J. Cameron MacDonald S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (Intentionally Omitted)		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(A)	X
		(B)	
3	SEC USE ONLY		
4	SOURCE OF FUNDS 00		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Canada		

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	7	SOLE VOTING POWER	0
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER	1,816,646
	9	SOLE DISPOSITIVE POWER	0
	10	SHARED DISPOSITIVE POWER	1,816,646
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,816,646		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.6%		
14	TYPE OF REPORTING PERSON* IN		

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This Amendment ("Amendment No. 4") is being jointly filed by each of the following persons pursuant to Rule 13d-1(k) of the Securities and Exchange Commission (the "Commission") pursuant to Section 13 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"): Burton Capital Management, LLC, a Delaware limited liability company ("BCM"), Robert G. Burton, Sr. ("Burton Sr."), Robert G. Burton, Jr. ("Burton Jr."), Michael G. Burton ("M.Burton"), Joseph P. Burton ("J.Burton"), Gina Zambrana ("Zambrana"), Donald Zegzdryn ("Zegzdryn"), Thomas Oliva ("Oliva"), Brendan Tobin ("Tobin"), Colin Christ ("Christ"), Leonard C. Green ("Green"), Stephen Winslow ("Winslow"), Thomas Higgins ("Higgins"), 1354037 Ontario Inc., an Ontario corporation ("Ontario Inc."), Goodwood Inc., an Ontario corporation ("Goodwood Inc."), Goodwood Fund, a Canadian mutual fund trust ("Goodwood Capital Fund"), Goodwood Capital Fund, a Canadian mutual fund trust ("Goodwood Capital Fund"), Arrow Goodwood Fund, a Canadian mutual fund trust ("Arrow Goodwood Fund"), The Goodwood Fund 2.0 Ltd., a Cayman Islands limited liability company ("Goodwood Fund 2.0"), KBSH Goodwood Canadian Long/Short Fund, a Canadian mutual fund trust ("KBSH Goodwood Fund"), Peter H. Puccetti ("Puccetti") and J. Cameron MacDonald ("MacDonald"). BCM, Burton Sr., Burton Jr., M.Burton, J.Burton, Zambrana, Zegzdryn, Oliva, Tobin, Christ, Green, Winslow, Higgins, Ontario Inc., Goodwood Inc., Goodwood Fund, Goodwood Capital Fund, Arrow Goodwood Fund, Goodwood Fund 2.0, KBSH Goodwood Fund, Puccetti and MacDonald are collectively referred to as the "Reporting Persons."

This Amendment No. 4 amends the Schedule 13D originally filed with the Commission on April 7, 2005 (the "Original Schedule 13D"), and amended by Amendment No. 1 thereto, which was filed with the Commission on April 11, 2005 ("Amendment No. 1"), Amendment No. 2 thereto, which was filed with the Commission on May 26, 2005 ("Amendment No. 2") and Amendment No. 3 thereto,

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which was filed with the Commission on June 10, 2005 ("Amendment No. 3"). The Original Schedule 13D, as amended by Amendment No. 1, Amendment No. 2 and Amendment No. 3, is referred to as the "Schedule 13D."

All terms used, but not defined, in this Amendment No. 4 are as defined in the Schedule 13D. The summary descriptions (if any) contained herein of certain agreements and documents are qualified in their entirety by reference to the complete text of such agreements and documents filed as Exhibits hereto or incorporated herein by reference.

Item 3 of the Schedule 13D is amended and supplemented as follows:

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

The total amount of funds used by each of the Reporting Persons to acquire the Common Stock reported as purchased by them in Item 5(c) was as follows:

Reporting Person	Shares Reported in Item 5(c)	Amount of Funds	Source of Funds*
Burton Sr.....	214,304	\$2,005,194	Personal funds
Burton Jr.....	10,000	91,636	Personal funds
M.Burton.....	26,826	250,654	Personal funds
Tobin.....	7,250	67,583	Personal funds
Goodwood Fund.....	9,800	82,026	Working capital provided by fund investors

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Reporting Person	Shares Reported in Item 5(c)	Amount of Funds	Source of Funds*
Goodwood Capital Fund.....	8,000	66,960	Working capital provided by fund investors
Goodwood Fund 2.0.....	48,200	403,434	Working capital provided by fund investors

\* Including commissions.

Item 4 of the Schedule 13D is amended and supplemented as follows:

ITEM 4. PURPOSE OF THE TRANSACTION

On July 28, 2005, Burton Sr. sent the Issuer a letter in which, among other things, he committed to spend an additional \$2,000,000 to purchase Common Stock. The acquisition of Common Stock by Burton Sr. reported in Item 3 was made in satisfaction of such commitment.

Item 5 of the Schedule 13D is amended and supplemented as follows:

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ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(a)

The Reporting Persons may be deemed to be a group as defined in Rule 13d-5(b) under the Exchange Act and, as such a group, may have been deemed to beneficially own an aggregate of 5,686,620 shares of Common Stock on August 25, 2005, which was 11.2% of the outstanding Common Stock on such date (all computations of the percentage of outstanding Common Stock set forth herein are based on 50,735,041 shares of Common Stock outstanding as of July 29, 2005 pursuant to the Issuer's quarterly report on Form 10-Q for its quarterly period ended June 30, 2005, as filed with the Commission on August 1, 2005).

Pursuant to Rule 13d-3 of the Exchange Act ("Rule 13d-3"), BCM beneficially owned 2,591,882 shares of Common Stock on August 25, 2005, which was approximately 5.1% of the outstanding Common Stock on such date. All of such shares were owned of record by BCM.

Pursuant to Rule 13d-3, Burton Sr. beneficially owned 2,806,492 shares of Common Stock on August 25, 2005, which was approximately 5.5% of the outstanding Common Stock on such date. 2,591,882 of such shares are owned of record by BCM, and the remainder of such shares were owned by Burton Sr. in a joint account with his wife.

Burton Jr. owned 55,000 shares of Common Stock on August 25, 2005, which was approximately 0.1% of the outstanding Common Stock on such date.

M.Burton owned 87,318 shares of Common Stock on August 25, 2005, which was approximately 0.2% of the outstanding Common Stock on such date.

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J.Burton owned 63,497 shares of Common Stock on August 25, 2005, which was approximately 0.1% of the outstanding Common Stock on such date.

Zambrana owned 20,634 shares of Common Stock on August 25, 2005, which was less than 0.1% of the outstanding Common Stock on such date.

Zegzdryn owned 25,500 shares of Common Stock on August 25, 2005, which was approximately 0.1% of the outstanding Common Stock on such date.

Oliva owned 342,948 shares of Common Stock on August 25, 2005, which was approximately 0.7% of the outstanding Common Stock on such date.

Tobin owned 62,555 shares of Common Stock on August 25, 2005, which was approximately 0.1% of the outstanding Common Stock on such date.

Christ owned 28,717 shares of Common Stock on August 25, 2005, which was approximately 0.1% of the outstanding Common Stock on such date.

Green owned 328,230 shares of Common Stock on August 25, 2005, which was approximately 0.6% of the outstanding Common Stock on such date. Of these shares beneficially owned by Green: (i) 7,100 shares (constituting less than 0.1% of the outstanding Common Stock) are owned by Dalled, Inc., which is controlled by Green; (ii) 3,500 shares (constituting less than 0.1% of the outstanding Common Stock) are owned by Jobel Management Corp., which is controlled by Green; (iii)

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700 shares (constituting less than 0.1% of the outstanding Common Stock) are owned by Market Investments, L.P., which may be deemed to be controlled by Green; (iv) controls Southern States Investment Co., Inc., which owns 700 shares (constituting less than 0.1% of the outstanding Common Stock); (v) 700 shares (constituting less than 0.1% of the outstanding Common Stock) are owned by Altman Trust- Green Realty Associates, which may be deemed to be controlled by Green; (vi) 2,800 shares are owned jointly with Green's spouse; and (vii) 7,700 shares owned by Green's spouse. Green disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

Winslow owned 35,089 shares of Common Stock on August 25, 2005, which was approximately 0.1% of the outstanding Common Stock on such date.

Higgins owned 13,994 shares of Common Stock on August 25, 2005, which was less than 0.1% of the outstanding Common Stock on such date.

Pursuant to Rule 13d-3, each of Ontario Inc. and Goodwood Inc. were the beneficial owner of the 1,816,646 shares of Common Stock on August 25, 2005 (representing approximately 3.6% of the then outstanding Common Stock) that were beneficially owned by each of Puccetti and MacDonald as described below and that were owned by funds as described below. Of these 1,816,646 beneficially-owned shares of Common Stock, 1,056,046 (constituting approximately 2.1% of the outstanding Common Stock) were owned of record by Goodwood Fund, 107,800 (constituting approximately 0.2% of the outstanding Common Stock) were owned of record by Goodwood Capital Fund, 509,800 (constituting approximately 1.0% of the outstanding Common Stock) were owned of record by Arrow Goodwood Fund, 125,600 (constituting approximately 0.2% of the outstanding Common Stock) were owned of record by Goodwood Fund 2.0 and 17,400 (constituting less than 1% of the outstanding Common Stock) were owned of record by KBSH Goodwood Fund.

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Pursuant to Rule 13d-3, Puccetti was the beneficial owner of 1,816,646 shares of Common Stock on August 25, 2005 (all of which were owned by funds as described above), constituting approximately 3.6% of the outstanding Common Stock on such date.

Pursuant to Rule 13d-3, MacDonald was the beneficial owner of 1,816,646 shares of Common Stock on August 25, 2005 (all of which were owned by funds as described above), constituting approximately 3.6% of the outstanding Common Stock on such date.

(c) The following transactions were effected by the identified parties that were not reported in Item 5(c) of the Schedule 13D:

Reporting Person	Date	Buy/ Sell	Number of Shares	Price Per Share*
-----	----	----	-----	-----
Burton Sr.	8/23/05	Buy	173,306	\$9.31
Burton Sr.	8/24/05	Buy	41,304	9.32
			-----	
Total			214,610	
			=====	
Burton Jr.	8/24/05	Buy	6,800	9.17
Burton Jr.	8/24/05	Buy	3,200	9.15
			-----	



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Total			10,000	
M. Burton	8/23/05	Buy	21,663	9.31
M. Burton	8/24/05	Buy	5,163	9.32
Total			26,826	
Tobin	8/24/05	Buy	7,250	9.30
Total			7,250	
Goodwood Fund	8/16/05	Buy	9,800	8.35
Total			9,800	
Goodwood Capital Fund	8/16/05	Buy	8,000	8.35
Total			8,000	
Arrow Goodwood Fund	8/16/05	Sell	64,700	8.35
Total			64,700	
Goodwood Fund 2.0	8/16/05	Buy	48,200	8.35
Total			48,200	
KBSH Goodwood Fund	8/16/05	Sell	1,300	8.35
Total			1,300	

\* Each transaction was affected on the NYSE, except for transactions reported by Goodwood Fund, Goodwood Capital Fund, Arrow Goodwood Fund, Goodwood Fund 2.0 and KBSH Goodwood Fund (collectively, the "Goodwood Funds"). Transactions reported by the Goodwood Funds represent cross-sales of securities among affiliated funds.

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Item 6 of the Schedule 13D is amended and supplemented as follows:

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

Except as described in Item 4 above, none of the Reporting Persons, have entered into, or amended any existing agreement with respect to the securities of the Issuer since the date Amendment No. 3 was filed with the Commission.

The information set forth under Item 4 above is incorporated by reference.

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Item 7 is amended to read as follows:

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

- Exhibit 1 Schedule 13D Joint Filing Agreement dated as of June 10, 2005 among each Reporting Person.
- Exhibit 2 Letter dated April 7, 2005 from BCM to the Issuer (filed as Exhibit 2 to the Original Schedule 13D and incorporated herein by reference).
- Exhibit 3 Letter dated May 25, 2005 from BCM to the Issuer (filed as Exhibit 2 to Amendment No. 2 and incorporated herein by reference).
- Exhibit 4 Letter dated June 10, 2005 from certain of the Reporting Persons to the Issuer regarding demand for a special meeting of shareholders (filed as Exhibit 4 to Amendment No. 3 and incorporated herein by reference).
- Exhibit 5 Letter dated July 28, 2005 from BCM to the Issuer (filed with the Commission on July 28, 2005 by BCM, Goodwood Inc. and Ontario Inc. as soliciting materials pursuant to Rule 14a-12 and incorporated herein by reference).

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct. Pursuant to Rule 13d-1(k)(1), each of the undersigned agrees that this statement is filed on behalf of each of us.

Dated: August 25, 2005

BURTON CAPITAL MANAGEMENT

By: /s/ Robert G. Burton, Jr.

-----  
Name: ROBERT G. BURTON, JR.  
Its: President

/s/ Robert G. Burton, Sr.

-----  
ROBERT G. BURTON, SR.

/s/ Robert G. Burton, Jr.

-----  
ROBERT G. BURTON, JR.

/s/ Michael G. Burton

-----  
MICHAEL G. BURTON

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/s/ Joseph P. Burton

-----  
JOSEPH P. BURTON

/s/ Gina Zambrana

-----  
GINA ZAMBRANA

/s/ Donald Zegzdryn

-----  
DONALD ZEGZDRYN

/s/ Thomas Oliva

-----  
THOMAS OLIVA

/s/ Brendan Tobin

-----  
BRENDAN TOBIN

/s/ Colin Christ

-----  
COLIN CHRIST

/s/ Leonard C. Green

-----  
LEONARD C. GREEN

/s/ Stephen Winslow

-----  
STEPHEN WINSLOW

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/s/ Thomas Higgins

-----  
THOMAS HIGGINS

1354037 ONTARIO INC.

By: /s/ J. Cameron MacDonald

-----  
Name:  
Its:

GOODWOOD INC.

By: /s/ Peter H. Puccetti

-----  
Name:  
Its:

GOODWOOD FUND

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By: /s/ Peter H. Puccetti

Name:  
Its:

GOODWOOD CAPITAL FUND

By: /s/ Peter H. Puccetti

Name:  
Its:

ARROW GOODWOOD FUND

By: /s/ Peter H. Puccetti

Name:  
Its:

THE GOODWOOD FUND 2.0 LTD.

By: /s/ Peter H. Puccetti

Name:  
Its:

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KBSH GOODWOOD CANADIAN LONG/SHORT FUND

By: /s/ Peter H. Puccetti

Name:  
Its:

/s/ Peter H. Puccetti

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PETER H. PUCETTI

/s/ J. Cameron MacDonald

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J. CAMERON MACDONALD