

L 3 COMMUNICATIONS CORP  
Form 8-K  
June 07, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 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): June 1, 2010**

**L-3 COMMUNICATIONS HOLDINGS, INC.**

**L-3 COMMUNICATIONS CORPORATION**

(Exact name of registrants as specified in their charters)

**001-14141  
DELAWARE**

**13-3937434  
333-46983**

**13-3937436**

(State or other Jurisdiction of  
Incorporation)

(Commission File Numbers)

(IRS Employer Identification Nos.)

**600 THIRD AVENUE, NEW YORK, NEW YORK**

**10016**

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: **(212) 697-1111**

(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:

- 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))
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**SECTION 5 CORPORATE GOVERNANCE AND MANAGEMENT**

**ITEM 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) Effective June 1, 2010, the company entered into a professional services agreement with Carl E. Vuono, formerly Senior Vice President and President of L-3 Services Group, for certain transitional and advisory services. In connection therewith, Mr. Vuono will be paid \$25,000 per month plus reimbursable expenses through May 2011.

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**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

**(D) EXHIBITS**

| Exhibit<br>Number | Title   |
|-------------------|---|
| 10.1              | Professional Services Agreement and Statement of Work, dated June 1, 2010, between L-3<br>Communications Corporation and Carl E. Vuono. |

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

L-3 COMMUNICATIONS HOLDINGS, INC.  
L-3 COMMUNICATIONS CORPORATION

By: /s/ Allen E. Danzig  
Name: Allen E. Danzig  
Title: Vice President, Assistant General  
Counsel  
and Assistant Secretary

Dated: June 7, 2010

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**EXHIBIT INDEX**

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