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

Under the Securities Exchange Act of 1934

SCHEDULE 13G

TriMas Corporation
(Name of Issuer)
Common Stock
(Title of Class of Securities)
896215209
(CUSIP Number)
February 14, 2008
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

o Rule 13d-1(b)

o Rule 13d-1(c)

xRule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).					
	Heartland Industrial A	ssociates, L.L.C.				
2.	Check the Appropriate	e Box if a Member of a Group				
	(See Instructions)	(a) o				
		(b) x				
3.	SEC Use Only					
٠.	525 556 5mg					
4.	Citizenship or Place o	f Organization				
	Delaware					
	Delaware	5. Sole Voting Power				
		of other forms former				
		0				
	Number of	6. Shared Voting Power				
	Shares Beneficially	15,091,275				
	Owned by Each	7. Sole Dispositive Power				
	Reporting	A Solic 2 septimine 1 since				
	Person With:	0				
		8. Shared Dispositive Power				
		15,091,275				
9.	Aggregate Amount Be	eneficially Owned by Each Reporting Person				
		and the state of t				
	15,091,275					
10.	Check box if the Aggi Certain Shares (See Ir	regate Amount in Row (9) Excludes				
	Certain Shares (See II	istructions) o				
11.	Percent of Class Repr	esented by Amount in Row (9)				
	45.2%					
12.	Type of Reporting Per	son (See Instructions)				
	00					
	-					
		-2-				
		-				

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).					
	Heartland Industrial I	Partners, L	P.			
2.	Check the Appropriat	e Box if a				
	(See Instructions)			(a) o		
				(b) x		
3.	SEC Use Only					
٥.	SEC Use Only					
4.	Citizenship or Place o	of Organiz	ation			
	-	J				
	Delaware					
		5.	Sole Voting Power			
			0			
	Number of	6.	Shared Voting Power			
	Shares	0.	onarea voing rower			
	Beneficially		14,049,606			
	Owned by Each	7.	Sole Dispositive Power			
	Reporting					
	Person With:		0			
		8.	Shared Dispositive Power			
			14,049,606			
9.	Aggregate Amount B	eneficiall [,]	y Owned by Each Reporting Per	Person		
	55 5					
	14,049,606					
10.			nount in Row (9) Excludes			
	Certain Shares (See I	nstruction	S)	0		
11.	Percent of Class Rep	esented b	v Amount in Row (9)			
			y			
	42.1%					
12.	Type of Reporting Pe	rson (See	Instructions)			
	DAI					
	PN					
				-3-		

1.	. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).				
	TriMas Investment F	Fund I, L.L.	.C.		
2.	Check the Appropria	ate Box if a			
	(See Instructions)			(a) o	
				(b) x	
3.	SEC Use Only				
٥.	one only				
4.	Citizenship or Place	of Organiz	ation		
	Delevene				
	Delaware	5.	Sole Voting Power		
		5.	boic voting rower		
			0		
	Number of	6.	Shared Voting Power		
	Shares Beneficially		11 005 770		
	Owned by Each	7.	11,805,779 Sole Dispositive Power		
	Reporting	, ·	Joie Dispositive Fower		
	Person With:		0		
		8.	Shared Dispositive Power	r	
			11 005 770		
9.	Aggregate Amount F	Reneficially	11,805,779 y Owned by Each Reporting	n Parson	
٥.	riggicgate rimount i	Deficificiany	owned by Each Reporting	; 1 C130II	
	11,805,779				
10.			nount in Row (9) Excludes		
	Certain Shares (See 1	Instruction	s)	0	
11.	Percent of Class Ren	resented b	y Amount in Row (9)		
11.	referre of Glass Rep	resented b	y rimount in row (5)		
	35.3%				
12.	Type of Reporting Pe	erson (See	Instructions)		
	00				
	50				
				4	
				-4-	

1	Names of Reporting Po	ersons.	ove persons (entities only).			
1.	i.i.c.o. identification 1003. of above persons (chadies only).					
	Metaldyne Investment Fund I, L.L.C.					
2.	Check the Appropriate	Box if a	Member of a Group			
	(See Instructions)			(a) o (b) x		
				(6) 11		
3.	SEC Use Only					
4.	Citizenship or Place of	Organiz	ation			
	Delaware	5.	Sole Voting Power			
		5.	Sole volling Power			
			0			
	Number of	6.	Shared Voting Power			
	Shares Beneficially		2,243,827			
	Owned by Each	7.	Sole Dispositive Power			
	Reporting	, .	boic Dispositive Fower			
	Person With:		0			
		8.	Shared Dispositive Power	r		
			2,243,827			
9.	Aggregate Amount Be	neficiall	y Owned by Each Reporting P	g Person		
	2,243,827					
10.		egate An	nount in Row (9) Excludes			
	Certain Shares (See In:			0		
11.	Percent of Class Repre	sented h	v Amount in Row (9)			
11.	referre of Glass Repre	Schica b	y rimount in Now (5)			
	6.7%					
12.	Type of Reporting Pers	son (See	Instructions)			
	00					
				-5-		

	Names of Reporting Persons.				
1.	1. I.R.S. Identification Nos. of above persons (entities only).				
	HIP Side-by-Side Part	tners. L.P.			
2.	Check the Appropriate				
	(See Instructions)		•	(a) o	
				(b) x	
3.	SEC Use Only				
٥.	SEC USE Only				
4.	Citizenship or Place o	f Organiz	ation		
	Delaware	5.	Cala Mating Day and		
		5.	Sole Voting Power		
			0		
	Number of	6.	Shared Voting Power		
	Shares		005 000		
	Beneficially Owned by Each	7.	835,339 Sole Dispositive Power		
	Reporting	/.	Sole Dispositive Power		
	Person With:		0		
		8.	Shared Dispositive Power		
			025 220		
9.	Aggregate Amount Re	eneficially	835,339 Owned by Each Reporting P	Person	
٥.	riggregate rimount De	circircian	owned by Eden Reporting 1	1 (130)	
	835,339				
10.			nount in Row (9) Excludes		
	Certain Shares (See In	istructions	5)	0	
11.	Percent of Class Repr	esented b	v Amount in Row (9)		
	1				
	2.5%				
12.	Type of Reporting Per	rson (See	Instructions)		
	PN				
				-6-	

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).					
	TriMas Investment I	Fund II, L.I	L.C.			
2.		ate Box if a	Member of a Group			
	(See Instructions)			(a) o (b) x		
				(0) 11		
3.	SEC Use Only					
4.	Citizenship or Place	of Organiz	zation			
	Delaware					
	Belaware	5.	Sole Voting Power			
	Number of	6.	0 Shared Voting Power			
	Shares	0.	Shared voiling Fower			
	Beneficially		173,378			
	Owned by Each	7.	Sole Dispositive Power			
	Reporting Person With:		0			
		8.	Shared Dispositive Power			
			173,378			
9.	Aggregate Amount I	Beneficiall [,]	y Owned by Each Reporting Per	son		
10	173,378		(0) F. 1.1			
10.	Check box if the Ag Certain Shares (See		nount in Row (9) Excludes	0		
			-,	•		
11.	Percent of Class Rep	presented b	y Amount in Row (9)			
	0.52%					
12.	Type of Reporting P	erson (See	Instructions)			
	00					
				-7-		

1	Names of Reporting Persons. 1. I.R.S. Identification Nos. of above persons (entities only).				
1.					
2	Metaldyne Investmer Check the Appropria				
2.	(See Instructions)	ite Box ii a	Member of a Group	(a) o	
	,			(b) x	
3.	SEC Use Only				
٥.	SEC OSC OTHY				
4.	Citizenship or Place	of Organiz	ation		
	Delaware				
		5.	Sole Voting Power		
			0		
	Number of	6.	Shared Voting Power		
	Shares Beneficially		32,952		
	Owned by Each	7.	Sole Dispositive Power		
	Reporting		-		
	Person With:	8.	0 Shared Dispositive Power		
		0.	Shared Dispositive Fower		
			32,952		
9.	Aggregate Amount E	3eneficiall _y	y Owned by Each Reporting Per	erson	
	32,952				
10.	Check box if the Age	gregate An	nount in Row (9) Excludes	_	
	Certain Shares (See I	mstruction	5)	0	
11.	Percent of Class Rep	resented b	y Amount in Row (9)		
	0.099%				
12.		erson (See	Instructions)		
	00				
	00				
				-8-	
				-U-	

Item 1(a). Name of Issuer: TriMas Corporation

Item 1(b). Address of Issuer's Principal Executive Offices:

39400 Woodward Avenue

Suite 130

Bloomfield Hills, Michigan 48304

Item 2(a). Name of Person Filing:

This statement is filed on behalf of each of the following persons (collectively, the "Reporting Persons")

- (i) Heartland Industrial Associates, L.L.C.
- (ii) Heartland Industrial Partners, L.P.
- (iii) TriMas Investment Fund I, L.L.C.
- (iv) Metaldyne Investment Fund I, L.L.C.
- (v) HIP Side-by-Side Partners, L.P.
- (vi) TriMas Investment Fund II, L.L.C.
- (vii) Metaldyne Investment Fund II, L.L.C.

Item 2(b). Address of Principal Business Office:

The principal business address of each of the Reporting Persons is c/o 55 Railroad Avenue, 3rd Floor, Greenwich, CT 06830

Item 2(c). Citizenship:

- (i) Heartland Industrial Associates, L.L.C. is a Delaware limited liability company.
- (ii) Heartland Industrial Partners, L.P. is a Delaware limited partnership.
- (iii) TriMas Investment Fund I, L.L.C. is a Delaware limited liability company.
- (iv) Metaldyne Investment Fund I, L.L.C. is a Delaware limited liability company.
- (v) HIP Side-by-Side Partners, L.P. is a Delaware limited partnership.
- (vi) TriMas Investment Fund II, L.L.C. is a Delaware limited liability company.
- (vii) Metaldyne Investment Fund II, L.L.C. is a Delaware limited liability company

Item 2(d). Title of Class of Securities:

Common Stock, \$0.01 par value per share (the "Shares")

Item 2(e). CUSIP Number:

896215209

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person is a:

This Item 3 is not applicable.

Item 4. Ownership:

(a) Amount beneficially owned:

11,805,779 shares of common stock are owned directly by TriMas Investment Fund I, L.L.C. ("TriMas I"); 2,243,827 shares of common stock are owned directly by Metaldyne Investment Fund I, L.L.C. ("Metaldyne I"); 835,339 shares of common stock are owned directly by HIP Side-by-Side Partners, L.P. ("HIP"); 173,378 shares of common stock are owned directly by TriMas Investment Fund II, L.L.C. ("TriMas II"); and 32,952 shares of common stock are owned directly by Metaldyne Investment Fund II, L.L.C. ("Metaldyne II" and, together with TriMas I, Metaldyne I, HIP and TriMas II, the "Direct Holders"). Heartland Industrial Partners, L.P. ("Heartland LP"), as the managing member of TriMas I and Metaldyne I, is an indirect beneficial owner of shares held by TriMas I and Metaldyne II. Heartland Industrial Associates, L.L.C. ("Heartland"), as the managing member of TriMas II and Metaldyne II, and the general partner of Heartland LP and HIP, is an indirect beneficial owner of the shares held by the Direct Holders. Heartland, Heartland LP, TriMas I, Metaldyne I, HIP, TriMas II and Metaldyne II may be deemed to be members of a "group" for purposes of Section 13(d) of the Securities Exchange Act of 1934.

(b) Percent of class: See Item 11 of each cover page

(c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote:
- (ii) shared power to vote or to direct the vote:
- (iii) sole power to dispose or to direct the disposition of:
- (iv) shared power to dispose or to direct the disposition of:

See Item 5 of each cover page See Item 6 of each cover page See Item 7 of each cover page See Item 8 of each cover page

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

See Item 4, above.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not Applicable.

Item 8. Identification and Classification of Members of the Group:

Not Applicable.

Item 9. Notice of Dissolution of Group:

Not Applicable.

Item 10. Certification:

Not Applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2008

HEARTLAND INDUSTRIAL ASSOCIATES, L.L.C.

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

HEARTLAND INDUSTRIAL PARTNERS, L.P.

By: Heartland Industrial Associates, L.L.C., its General Partner

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

TRIMAS INVESTMENT FUND I, L.L.C.

By: Heartland Industrial Associates, L.L.C., the General Partner of Heartland Industrial Partners, L.P., its Managing Member

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

METALDYNE INVESTMENT FUND I, L.L.C.

By: Heartland Industrial Associates, L.L.C., the General Partner of Heartland Industrial Partners, L.P., its Managing Member

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

HIP SIDE-BY-SIDE PARTNERS, L.P.

By: Heartland Industrial Associates, L.L.C., its General Partner

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

TRIMAS INVESTMENT FUND II, LLC

By: Heartland Industrial Associates, L.L.C., its Managing Member

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

METALDYNE INVESTMENT FUND II, L.L.C.

By: Heartland Industrial Associates, L.L.C., its Managing Member

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

EXHIBIT INDEX

Exhibit 1- Joint Filing Agreement

EXHIBIT 1

JOINT FILING AGREEMENT

Pursuant to Rule 13d-1(k)(1)(iii), we the undersigned agree that the Schedule 13G, to which this Joint Filing Agreement is attached as Exhibit 1, is filed on behalf of each of us.

Date: February 14, 2008

HEARTLAND INDUSTRIAL ASSOCIATES, L.L.C.

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

HEARTLAND INDUSTRIAL PARTNERS, L.P.

By: Heartland Industrial Associates, L.L.C., its General Partner

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

TRIMAS INVESTMENT FUND I, L.L.C.

By: Heartland Industrial Associates, L.L.C., the General Partner of Heartland Industrial Partners, L.P., its Managing Member

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

METALDYNE INVESTMENT FUND I, L.L.C.

By: Heartland Industrial Associates, L.L.C., the General Partner of Heartland Industrial Partners, L.P., its Managing Member

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

HIP SIDE-BY-SIDE PARTNERS, L.P.

By: Heartland Industrial Associates, L.L.C., its General Partner

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

TRIMAS INVESTMENT FUND II, L.L.C.

By: Heartland Industrial Associates, L.L.C., its Managing Member

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member

METALDYNE INVESTMENT FUND II, L.L.C.

By: Heartland Industrial Associates, L.L.C., its Managing Member

By: <u>/s/ Daniel P. Tredwell</u> Name: Daniel P. Tredwell Title: Managing Member