

GEORGIA PACIFIC CORP  
Form S-8 POS  
December 23, 2005

As filed with the Securities and Exchange Commission on December 23, 2005

Registration No. 33-38561

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**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**POST-EFFECTIVE AMENDMENT TO FORM S-8  
REGISTRATION STATEMENT**

*UNDER*

*THE SECURITIES ACT OF 1933*

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**Georgia-Pacific Corporation**

(Exact name of Registrant as specified in its charter)

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**GEORGIA**  
(State or other jurisdiction of  
incorporation or organization)

**93-0432081**  
(I.R.S. Employer  
Identification Number)

**133 Peachtree Street, N.E.**

**Atlanta, GA 30303**

**(404) 652-4000**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

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**JAMES F. KELLEY**

**Executive Vice President and General Counsel**

**GEORGIA-PACIFIC CORPORATION**

**133 Peachtree Street, N.E.**

**Atlanta, GA 30303**

**(404) 652-4000**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

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**DEREGISTRATION OF SECURITIES**

This Post-Effective Amendment relates to the Registration Statement on Form S-8, Registration No. 33-38561, filed on January 16, 1991, pertaining to Georgia-Pacific Corporation Common Stock.

The undersigned Registrant hereby removes and withdraws from registration all securities registered pursuant to this Registration Statement which remain unissued.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, and Rule 478 thereunder, the Registrant has duly caused this Post-Effective Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Atlanta, State of Georgia, on December 23, 2005.

**GEORGIA-PACIFIC CORPORATION**

By: /s/ William C. Smith III

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Name: William C. Smith III

Title: Secretary