

BOISE CASCADE Co
Form 8-A12B
February 04, 2013

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Boise Cascade, L.L.C.*

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1111 West Jefferson Street, Suite 300

Boise, Idaho

(Address of principal executive offices)

20-2807265

(I.R.S. Employer Identification No.)

83702-5389

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class

Name of each exchange on which

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to be so registered

each class is to be registered

Common Stock, \$0.01 par value

New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. x

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. o

Securities Act registration statement file number to which this form relates: **333-184964**

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of class)

None

(Title of class)

* Boise Cascade, L.L.C., the registrant whose name appears on the cover of this registration statement, is a Delaware limited liability company. Prior to listing common stock on the New York Stock Exchange, Boise Cascade, L.L.C. will be converted into a Delaware corporation and renamed Boise Cascade Company. The common stock to be listed on the New York Stock Exchange is the common stock of Boise Cascade Company.

Item 1. Description of Registrant's Securities to be Registered.

The description of the common stock, par value \$0.01 per share (the "Common Stock"), of Boise Cascade Company (the "Company") as included under the caption "Description of Capital Stock" in the Prospectus forming a part of the Registration Statement on Form S-1, as amended, originally filed with the Securities and Exchange Commission (the "Commission") on November 15, 2012 (Registration No. 333-184964), including exhibits, and as may be subsequently amended from time to time (the "Registration Statement"), is hereby incorporated by reference. In addition, the above referenced description included in any Prospectus relating to the Registration Statement filed with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated by reference herein.

Item 2. Exhibits.

Under the Instructions as to Exhibits with respect to Form 8-A, no exhibits are filed herewith or incorporated by reference because no other securities of the Registrant are registered on the New York Stock Exchange and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: February 4, 2013

BOISE CASCADE, L.L.C.
(Registrant)

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|-----|----------------------|---|
| By: | /s/ John T. Sahlberg | |
| | Name: | John T. Sahlberg |
| | Title: | Senior Vice President, Human Resources and General Counsel |