

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-11-03** | Period of Report: **2004-11-01**  
SEC Accession No. **0000041077-04-000219**

([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

#### **HUFF DANNY W**

CIK: **1184022**

Type: **4** | Act: **34** | File No.: **001-03506** | Film No.: **041116802**

Business Address  
*GEORGIA PACIFIC CORP  
133 PEACHTREE ST NE  
ATLANTA GA 30303  
4046524000*

### ISSUER

#### **GEORGIA PACIFIC CORP**

CIK: **41077** | IRS No.: **930432081** | State of Incorporation: **GA** | Fiscal Year End: **0103**  
SIC: **2600** Papers & allied products

Mailing Address  
*133 PEACHTREE ST NE  
41ST FL  
ATLANTA GA 30303*

Business Address  
*133 PEACHTREE ST NE  
41ST FL  
ATLANTA GA 30303  
4046524000*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>HUFF DANNY W</b>			2. Issuer Name and Ticker or Trading Symbol <b>GEORGIA PACIFIC CORP [GP]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP - Finance and CFO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>11/01/2004</b>					
<b>133 PEACHTREE STREET, N.E.</b>			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>ATLANTA, GA 30303</b>								
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Georgia-Pacific Common Stock	11/01/2004		<u>M</u>		52,650	A	\$15.22	55,304 <sup>(1)</sup>	D	
Georgia-Pacific Common Stock	11/01/2004		<u>D</u>		52,650	D	\$34.415	2,654	D	
Georgia-Pacific Common Stock								4,621.364	I	Through GP 401(k) Plan <sup>(2)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
STOCK APPRECIATION RIGHT (for cash) - 2003	\$15.22	11/01/2004		<u>M</u>		52,650		01/31/2004	01/30/2004	Georgia-Pacific Common Stock	\$15.22	105,300	D	

**Explanation of Responses:**

- Exercise of cash-based Stock Appreciation Right.
- Through the Georgia-Pacific Corporation Salaried 401(k) Plan. Information is as of November 1, 2004.

**Signatures**

/s/ DANNY W. HUFF

\*\* Signature of Reporting Person

11/03/2004

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**