

Edgar Filing: GEORGIA PACIFIC CORP - Form SC 13G

GEORGIA PACIFIC CORP
Form SC 13G
February 14, 2005

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934

GEORGIA-PACIFIC CORP ORD USD0.8
(Name of Issuer)

COMM
(Title of Class of Securities)

373298108
(CUSIP Number)

December 31, 2004
(Date of Event Which Requires Filing of this Statement)

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

Rule 13d-1(b)

*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 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).

CUSIP No. 373298108

(1) Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS GLOBAL INVESTORS, NA., 943112180

(2) Check the appropriate box if a member of a Group*

(a) / /

(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization

U.S.A.

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Number of Shares (5) Sole Voting Power
Beneficially Owned 14,603,064
by Each Reporting -----
Person With (6) Shared Voting Power

(7) Sole Dispositive Power
16,715,488

(8) Shared Dispositive Power

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
16,715,488

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
6.48%

(12) Type of Reporting Person*
BK

CUSIP No. 373298108

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS GLOBAL FUND ADVISORS

(2) Check the appropriate box if a member of a Group*
(a) / /
(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization
U.S.A.

Number of Shares (5) Sole Voting Power
Beneficially Owned 1,218,604
by Each Reporting -----
Person With (6) Shared Voting Power

(7) Sole Dispositive Power
1,368,715

(8) Shared Dispositive Power

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
1,368,715

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(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
0.53%

(12) Type of Reporting Person*
IA

CUSIP No. 373298108

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS GLOBAL INVESTORS, LTD

(2) Check the appropriate box if a member of a Group*

(a) / /

(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization
England

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power
3,129,799

(6) Shared Voting Power
-

(7) Sole Dispositive Power
3,141,299

(8) Shared Dispositive Power
-

(9) Aggregate
3,141,299

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
1.22%

(12) Type of Reporting Person*
BK

CUSIP No. 373298108

(1) Names of Reporting Persons.

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I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS GLOBAL INVESTORS JAPAN TRUST AND BANKING COMPANY LIMITED

(2) Check the appropriate box if a member of a Group*

(a) / /

(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization

Japan

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power
194,183

(6) Shared Voting Power

-

(7) Sole Dispositive Power
194,183

(8) Shared Dispositive Power

-

(9) Aggregate
194,183

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)

0.08%

(12) Type of Reporting Person*

BK

CUSIP No. 373298108

(1) Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS LIFE ASSURANCE COMPANY LIMITED

(2) Check the appropriate box if a member of a Group*

(a) / /

(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization

England

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power
14,647

(6) Shared Voting Power

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(7) Sole Dispositive Power
14,647

(8) Shared Dispositive Power

(9) Aggregate
14,647

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
0.01%

(12) Type of Reporting Person*
BK

CUSIP No. 373298108

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS BANK PLC

(2) Check the appropriate box if a member of a Group*
(a) / /
(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization
England

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power

(6) Shared Voting Power

(7) Sole Dispositive Power

(8) Shared Dispositive Power

(9) Aggregate

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
0.00%

(12) Type of Reporting Person*

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BK

CUSIP No. 373298108

(1) Names of Reporting Persons.
 I.R.S. Identification Nos. of above persons (entities only).

 BARCLAYS CAPITAL SECURITIES LIMITED

(2) Check the appropriate box if a member of a Group*

(a) / /

(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization
 England.

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power
 13,476

(6) Shared Voting Power
 -

(7) Sole Dispositive Power
 13,476

(8) Shared Dispositive Power
 -

(9) Aggregate
13,476

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
 0.01%

(12) Type of Reporting Person*
 BK

CUSIP No. 373298108

(1) Names of Reporting Persons.
 I.R.S. Identification Nos. of above persons (entities only).

 BARCLAYS CAPITAL INC

(2) Check the appropriate box if a member of a Group*

(a) / /

(b) /X/

(3) SEC Use Only

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(4) Citizenship or Place of Organization
U.S.A.

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power

-

(6) Shared Voting Power

-

(7) Sole Dispositive Power

-

(8) Shared Dispositive Power

-

(9) Aggregate

-

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)

0.00%

(12) Type of Reporting Person*

BD

CUSIP No. 373298108

(1) Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS PRIVATE BANK & TRUST (ISLE OF MAN) LIMITED

(2) Check the appropriate box if a member of a Group*

(a) / /

(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization

England.

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power

-

(6) Shared Voting Power

-

(7) Sole Dispositive Power

-

(8) Shared Dispositive Power

-

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(9) Aggregate
-

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
0.00%

(12) Type of Reporting Person*
BK

CUSIP No. 373298108

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS PRIVATE BANK AND TRUST (JERSEY) LIMITED

(2) Check the appropriate box if a member of a Group*

(a) / /

(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization
England

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power

-

(6) Shared Voting Power

-

(7) Sole Dispositive Power

-

(8) Shared Dispositive Power

-

(9) Aggregate
-

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
0.00%

(12) Type of Reporting Person*
BK

CUSIP No. 373298108

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(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS BANK TRUST COMPANY LIMITED

(2) Check the appropriate box if a member of a Group*
(a) / /
(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization
England

Number of Shares
Beneficially Owned
by Each Reporting
Person With

(5) Sole Voting Power

-

(6) Shared Voting Power

-

(7) Sole Dispositive Power

-

(8) Shared Dispositive Power

-

(9) Aggregate

-

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
0.00%

(12) Type of Reporting Person*
BK

CUSIP No. 373298108

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS BANK (Suisse) SA

(2) Check the appropriate box if a member of a Group*
(a) / /
(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization
Switzerland

Number of Shares
Beneficially Owned
by Each Reporting

(5) Sole Voting Power

-

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Person With (6) Shared Voting Power

-
(7) Sole Dispositive Power

-
(8) Shared Dispositive Power

-

(9) Aggregate

-

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
0.00%

(12) Type of Reporting Person*
BK

CUSIP No. 373298108

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS PRIVATE BANK LIMITED

(2) Check the appropriate box if a member of a Group*
(a) / /
(b) /X/

(3) SEC Use Only

(4) Citizenship or Place of Organization
England

Number of Shares (5) Sole Voting Power
Beneficially Owned -
by Each Reporting -----
Person With (6) Shared Voting Power

-
(7) Sole Dispositive Power

-
(8) Shared Dispositive Power

-

(9) Aggregate

-

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

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(11) Percent of Class Represented by Amount in Row (9)
0.00%

(12) Type of Reporting Person*
BK

CUSIP No. 373298108

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BRONCO (BARCLAYS CAYMAN) LIMITED

(2) Check the appropriate box if a member of a Group*
(a) / /
(b) /X/
----->

----- (3) SEC Use Only

----- (4) Citizenship or Place of Organization Cayman
Islands ----- Number of Shares (5) Sole Voting Power
Beneficially Owned - by Each Reporting ----- Person With (6) Shared Voting Power -
----- (7) Sole Dispositive Power - ----- (8) Shared Dispositive Power -
----- (9) Aggregate -
----- (10) Check Box if the Aggregate Amount in Row (9)
Excludes Certain Shares* ----- (11) Percent of Class
Represented by Amount in Row (9) 0.00% ----- (12)
Type of Reporting Person* OH ----- CUSIP No.
373298108 ----- (1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only). PALOMINO LIMITED

----- (2) Check the appropriate box if a member of a
Group* (a) / / (b) /X/ ----- (3) SEC Use Only
----- (4) Citizenship or Place of Organization Cayman
Islands ----- Number of Shares (5) Sole Voting Power
Beneficially Owned - by Each Reporting ----- Person With (6) Shared Voting Power -
----- (7) Sole Dispositive Power - ----- (8) Shared Dispositive Power -
----- (9) Aggregate -
----- (10) Check Box if the Aggregate Amount in Row (9)
Excludes Certain Shares* ----- (11) Percent of Class
Represented by Amount in Row (9) 0.00% ----- (12)
Type of Reporting Person* OH ----- CUSIP No.
373298108 ----- (1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only). HYMF LIMITED

----- (2) Check the appropriate box if a member of a
Group* (a) / / (b) /X/ ----- (3) SEC Use Only
----- (4) Citizenship or Place of Organization Cayman
Islands ----- Number of Shares (5) Sole Voting Power
Beneficially Owned - by Each Reporting ----- Person With (6) Shared Voting Power -
----- (7) Sole Dispositive Power - ----- (8) Shared Dispositive Power -
----- (9) Aggregate -
----- (10) Check Box if the Aggregate Amount in Row (9)

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Excludes Certain Shares* ----- (11) Percent of Class
Represented by Amount in Row (9) 0.00% ----- (12)
Type of Reporting Person* OH ----- ITEM 1(A). NAME
OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8
----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303
----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS GLOBAL INVESTORS, NA ----- ITEM
2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 45 Fremont Street San
Francisco, CA 94105 ----- ITEM 2(C). CITIZENSHIP
U.S.A ----- ITEM 2(D). TITLE OF CLASS OF
SECURITIES COMM ----- ITEM 2(E). CUSIP
NUMBER 373298108 ----- ITEM 3. IF THIS
STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON
FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined
in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15
U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C.
80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or
endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person
in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal
Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment
company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance
with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8
----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303
----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS GLOBAL FUND ADVISORS ----- ITEM
2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 45 Fremont Street San
Francisco, CA 94105 ----- ITEM 2(C). CITIZENSHIP
U.S.A ----- ITEM 2(D). TITLE OF CLASS OF
SECURITIES COMM ----- ITEM 2(E). CUSIP
NUMBER 373298108 ----- ITEM 3. IF THIS
STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON
FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) // Bank as defined in
section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15
U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C.
80a-8). (e) /X/ Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or
endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person
in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal
Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment
company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance
with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8
----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303
----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS GLOBAL INVESTORS, LTD ----- ITEM
2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Murray House 1 Royal Mint
Court LONDON, EC3N 4HH ----- ITEM 2(C).
CITIZENSHIP England ----- ITEM 2(D). TITLE OF
CLASS OF SECURITIES COMM ----- ITEM 2(E).
CUSIP NUMBER 373298108 ----- ITEM 3. IF THIS

STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8

----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303

----- ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS JAPAN TRUST AND BANKING COMPANY LIMITED

----- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Ebisu Prime Square Tower 8th Floor 1-1-39 Hiroo Shibuya-Ku

Tokyo 150-0012 Japan ----- ITEM 2(C). CITIZENSHIP Japan -----

----- ITEM 2(D). TITLE OF CLASS OF SECURITIES COMM -----

----- ITEM 2(E). CUSIP

NUMBER 373298108 ----- ITEM 3. IF THIS

STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8

----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303

----- ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS LIFE ASSURANCE COMPANY LIMITED

----- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Unicorn House 5th floor 252 Romford Road, Forest Gate London

37 9JB England ----- ITEM 2(C). CITIZENSHIP England -----

----- ITEM 2(D). TITLE OF CLASS OF SECURITIES COMM -----

----- ITEM 2(E). CUSIP NUMBER 373298108 -----

----- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker

or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8

----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL

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EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303

----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS BANK PLC ----- ITEM 2(B). ADDRESS
OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 54 Lombard Street London, England EC3P 3AH
----- ITEM 2(C). CITIZENSHIP England
----- ITEM 2(D). TITLE OF CLASS OF SECURITIES
COMM ----- ITEM 2(E). CUSIP NUMBER 373298108

----- ITEM 3. IF THIS STATEMENT IS FILED
PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker
or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined in section 3(a) (6) of the Act
(15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) // Investment
Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment
Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in
accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with
section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance
Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section
3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section
240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8

----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303

----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS CAPITAL SECURITIES LIMITED -----
ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 5 The North Colonmade
Canary Wharf, London, England E14 4BB ----- ITEM
2(C). CITIZENSHIP England ----- ITEM 2(D). TITLE
OF CLASS OF SECURITIES COMM ----- ITEM 2(E).
CUSIP NUMBER 373298108 ----- ITEM 3. IF THIS

STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON
FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined
in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15
U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C.
80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or
endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person
in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal
Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment
company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance
with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8

----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303

----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS CAPITAL INC ----- ITEM 2(B).
ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 200 Park Ave NY, NY 10166
----- ITEM 2(C). CITIZENSHIP U.S.A.
----- ITEM 2(D). TITLE OF CLASS OF SECURITIES
COMM ----- ITEM 2(E). CUSIP NUMBER 373298108

----- ITEM 3. IF THIS STATEMENT IS FILED
PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) /X/ Broker
or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) // Bank as defined in section 3(a) (6) of the Act
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----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303

----- ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS PRIVATE BANK & TRUST (ISLE OF MAN) LIMITED

----- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 4th Floor, Queen Victoria House Isle of Man, IM99 IDF

----- ITEM 2(C). CITIZENSHIP England

----- ITEM 2(D). TITLE OF CLASS OF SECURITIES

COMM ----- ITEM 2(E). CUSIP NUMBER 373298108

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----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303

----- ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS PRIVATE BANK AND TRUST (JERSEY) LIMITED

----- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 39/41 Broad Street, St. Helier Jersey, Channel Islands JE4 8PU

----- ITEM 2(C). CITIZENSHIP England

----- ITEM 2(D). TITLE OF CLASS OF SECURITIES

COMM ----- ITEM 2(E). CUSIP NUMBER 373298108

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----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303

----- ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS BANK TRUST COMPANY LIMITED

----- ITEM 2(B). ADDRESS OF PRINCIPAL

BUSINESS OFFICE OR, IF NONE, RESIDENCE 54 Lombard Street London, EC3P 3AH, England

----- ITEM 2(C). CITIZENSHIP England
----- ITEM 2(D). TITLE OF CLASS OF SECURITIES
COMM ----- ITEM 2(E). CUSIP NUMBER 373298108
----- ITEM 3. IF THIS STATEMENT IS FILED
PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker
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240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER GEORGIA-PACIFIC CORP ORD USD0.8
----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303
----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS BANK (Suisse) SA ----- ITEM 2(B).
ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 10 rue d'Italie CH-1204 Geneva
Switzerland ----- ITEM 2(C). CITIZENSHIP Switzerland
----- ITEM 2(D). TITLE OF CLASS OF SECURITIES
COMM ----- ITEM 2(E). CUSIP NUMBER 373298108
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----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303
----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS PRIVATE BANK LIMITED ----- ITEM
2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 59/60 Grosvenor Street
London, W1X 9DA England ----- ITEM 2(C).
CITIZENSHIP England ----- ITEM 2(D). TITLE OF
CLASS OF SECURITIES COMM ----- ITEM 2(E).
CUSIP NUMBER 373298108 ----- ITEM 3. IF THIS
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----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303
----- ITEM 2(A). NAME OF PERSON(S) FILING
BRONCO (BARCLAYS CAYMAN) LIMITED -----
ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Walker House Mary
Street PO Box 908 GT George Town, Grand Cayman (Cayman Islands)
----- ITEM 2(C). CITIZENSHIP Cayman Islands
----- ITEM 2(D). TITLE OF CLASS OF SECURITIES
COMM ----- ITEM 2(E). CUSIP NUMBER 373298108
----- ITEM 3. IF THIS STATEMENT IS FILED
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----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303
----- ITEM 2(A). NAME OF PERSON(S) FILING
PALOMINO LIMITED ----- ITEM 2(B). ADDRESS OF
PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Walker House Mary Street PO Box 908 GT George
Town, Grand Cayman (Cayman Islands) ----- ITEM 2(C).
CITIZENSHIP Cayman Islands ----- ITEM 2(D). TITLE
OF CLASS OF SECURITIES COMM ----- ITEM 2(E).
CUSIP NUMBER 373298108 ----- ITEM 3. IF THIS
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----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 133 Peachtree St Ne, 41St Fl Atlanta Ga 30303
----- ITEM 2(A). NAME OF PERSON(S) FILING
HYMF LIMITED ----- ITEM 2(B). ADDRESS OF
PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Walker House Mary Street PO Box 908 GT George
Town, Grand Cayman (Cayman Islands) ----- ITEM 2(C).
CITIZENSHIP Cayman Islands ----- ITEM 2(D). TITLE
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----- (c) Number of shares as to which such person has:
(i) sole power to vote or to direct the vote 19,173,773 ----- (ii) shared power to vote or to direct the vote - ----- (iii) sole power to dispose or to direct the disposition of 21,447,808 ----- (iv) shared power to dispose or to direct the disposition of - -----

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 The shares reported are held by the company in trust accounts for the economic benefit of the beneficiaries of those accounts. See also Items 2(a) 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 (a) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(b): By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect. (b) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(c): By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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. February 14, 2005 ----- Date
----- Signature Nancy Yeung Manager of Global Accounting
----- Name/Title