

MOYLAN JAMES E  
Form 3  
February 07, 2003

FORM 3

UNITED STATES SECURITIES AND  
EXCHANGE COMMISSION  
Washington, DC 20549

INITIAL STATEMENT OF  
BENEFICIAL OWNERSHIP OF  
SECURITIES

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

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|---|--|--|---|--|--|--|
| (Print or Type Responses)<br>1. Name and Address of Reporting Person*<br><br>Moylan, Jr., James E.<br><br>(Last) (First) (Middle) |  |  | 2. Date of Event Requiring Statement<br>01/31/03  |  | Issuer Name and Ticker or Trading Symbol<br>GEORGIA-PACIFIC CORPORATION (GP)   |  |
| 55 Park Place<br>19 <sup>th</sup> Floor   |  |  | 3. I.S.S. Relationship of Reporting Person(s) to Issuer<br>Number (Check all applicable)<br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  |  | 6. If Amendment, Date of Original (Month/Day/Year)   |  |
| (Street)<br>Atlanta, Georgia 30303  |  |  | if an entity (voluntary)<br><input checked="" type="checkbox"/> Officer (give title below)<br>Executive Vice President & CFO - Building Products and Distribution |  | 7. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |  |
| (City) (State) (Zip)  |  |  |   |  |  |  |

Table I -- Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially | 3. Ownership Form: Direct (D) or Indirect | 4. Nature of Indirect Beneficial |
|---------------------------------|--------------------------------------|---|----------------------------------|
|---------------------------------|--------------------------------------|---|----------------------------------|

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|  | Owned<br>(Instr. 4) | (I) (Instr. 5) | Ownership<br>(Instr. 5) |
|--|---------------------|----------------|-------------------------|
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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 5(b)(v). Page 1 of 3 pages (Over)

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 control number. SEC 1473 (7-02)

| FORM 3 (continued) Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |                 |   |                            |  |   |   |
|--|--|-----------------|---|----------------------------|--|---|---|
| 1. Title of Derivative Security (Instr. 4)   | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |   |   |
| EMPLOYEE STOCK OPTION (right to buy) - 2002 LTIP   | 06/17/03<br>(1)  | 06/16/12        | Georgia-Pacific Common Stock  | 50,000.000                 | \$26.740   | D   |   |
| STOCK APPRECIATION RIGHT - 2003  | 01/31/04   | 01/30/13        | Georgia-Pacific Common Stock  | 89,400.000                 | \$15.220   | D   |   |

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Explanation of Responses:

See continuation page(s) for footnotes

|   |   |  |
|---|---|--|
| <p>** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.<br/>See<br/>18 U.S.C. 1001 and 15 U.S.C. 78ff(a).</p> | <p>/s/ James E. Moylan,<br/>Jr.<br/>_____<br/>**Signature of<br/>Reporting Person<br/><br/>JAMES E. MOYLAN,<br/>JR.</p> | <p>February 7, 2003<br/>_____<br/>Date</p> |
|---|---|--|

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

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

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|--|--|--------------------------|
| <p><b>James E. Moylan, Jr.</b><br/><b>55 Park Place, 19<sup>th</sup> Floor</b><br/><b>Atlanta, Georgia 30303</b></p> | <p>Georgia-Pacific Corporation<br/>(GP)<br/>January 31, 2003</p> | <p>Page 3 of 3 pages</p> |
|--|--|--------------------------|

(1) Under the terms of the Georgia-Pacific Corporation/Georgia-Pacific Group 1997 Long Term Incentive Plan, granted options vest in three annual installments beginning June 17, 2003, and may be exercised (to the extent vested) beginning on such vesting date and continuing to June 16, 2012.