

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM S-8**

REGISTRATION STATEMENT UNDER  
THE SECURITIES ACT OF 1933

**LOUISIANA-PACIFIC CORPORATION**  
(Exact name of registrant as specified in its charter)

Delaware  
(State of incorporation) 93-0609074  
(IRS Employer Identification No.)

414 Union Street, Suite 2000  
Nashville, Tennessee  
(Address of principal executive offices) 37219  
(Zip Code)

LOUISIANA-PACIFIC SALARIED 401(k) AND PROFIT SHARING PLAN  
LOUISIANA-PACIFIC HOURLY 401(k) AND PROFIT SHARING PLAN  
(Full title of the plan)

Mark Fuchs  
Vice President and General Counsel  
Louisiana-Pacific Corporation  
414 Union Street, Suite 2000  
Nashville, Tennessee 37219  
Telephone (615) 986-5600  
(Name, address, and telephone number of agent for service)

With copies to:

Mary Ann Frantz, Esq.  
Miller Nash LLP  
111 S.W. Fifth Avenue, Suite 3400  
Portland, Oregon 97204  
Telephone (503) 224-5858

**CALCULATION OF REGISTRATION FEE**

<b>Title of Securities to be Registered</b>	<b>Amount to be Registered</b>	<b>Proposed Maximum Offering Price Per Share</b>	<b>Proposed Maximum Aggregate Offering Price</b>	<b>Amount of Registration Fee</b>
Common Stock, par value \$1 per share (1) (2)	10,000,000 shares	(3)	\$16,450,000 (3)	\$647

- (1) Each share of Common Stock being registered hereunder includes one Preferred Share Purchase Right exercisable on the terms and conditions specified therein. Prior to the occurrence of certain events, the Preferred Share Purchase Rights will not be evidenced separately from the Common Stock; value attributable to such Rights, if any, is reflected in the market price of the Common Stock.
- (2) In addition, pursuant to Rule 416 under the Securities Act of 1933, this registration statement also covers an indeterminate amount of interests to be offered or sold pursuant to the employee benefit plans referenced herein, as well as such indefinite additional number of shares as may be issued with respect to the plans as a result of stock dividends and splits.
- (3) Pursuant to Rule 457(h), the proposed maximum aggregate offering price and the registration fee have been computed based on the average of the high and low sales prices, \$1.645, reported for the Common Stock on the New York Stock Exchange-Composite Transactions on December 12, 2008.

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 3. Incorporation of Documents by Reference.

The following documents filed by the registrant with the Securities and Exchange Commission are incorporated by reference in this registration statement:

- (a) The registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2007.
- (b) The Annual Report of Form 11-K of the Louisiana-Pacific Hourly 401(k) and Profit Sharing Plan for the fiscal year ended December 31, 2007.
- (c) The Annual Report on Form 11-K of the Louisiana-Pacific Salaried 401(k) and Profit Sharing Plan for the fiscal year ended December 31, 2007.
- (d) The registrant's Quarterly Reports on Form 10-Q for the quarters ended March 31, June 30, and September 30, 2008.
- (e) The registrant's Current Reports on Form 8-K filed February 7, February 8, May 23, July 11, September 8, November 13, and November 20, 2008.
- (f) The description of the registrant's Common Stock included as Exhibit 99.1 to the registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 2008.
- (g) The description of preferred stock purchase rights contained in the registrant's Current Report on Form 8-K filed May 23, 2008.

All documents filed by the registrant subsequent to those listed above pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Securities Exchange Act of 1934, as amended, prior to the filing of a post-effective amendment which indicates that all securities offered have been sold or which deregisters all securities then remaining unsold, shall be deemed to be incorporated by reference herein and to be a part hereof from the date of filing of such documents.

Item 4. Description of Securities.

Not applicable.

Item 5. Interests of Named Experts and Counsel.

Not applicable.

Item 6. Indemnification of Directors and Officers.

*Indemnification*

The registrant's certificate of incorporation generally provides that its directors will have no personal liability to the registrant or its stockholders for monetary damages resulting from breaches of their fiduciary duties. However, the directors nonetheless remain liable for breaches of their duty of loyalty to the registrant and its stockholders, as well as for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law and transactions from which a director derives improper personal benefit.

Section 174 of the Delaware General Corporation Law (“Law”) provides that any director against whom a claim shall be successfully asserted under said section for an unlawful payment of a dividend or an unlawful stock purchase or redemption shall be entitled to be subrogated to the rights of the corporation against stockholders who received the dividend on, or assets for the sale or redemption of, their stock with knowledge that the same was unlawful. Said section also provides that any such director shall be entitled to contribution from the other directors who voted for or concurred in the unlawful dividend, stock purchase, or redemption.

The registrant’s certificate of incorporation and bylaws provide that the registrant shall indemnify its officers and directors to the full extent permitted by Section 145 of the Law, as amended from time to time. Said Section 145 authorizes a corporation, under certain conditions, to indemnify each person who is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise (including an employee benefit plan), against certain expenses, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, in which he was or is a party or is threatened to be made a party by reason of being or having been such director, officer, employee, or agent. In addition to the indemnification authorized by Section 145 of the Law, the registrant’s bylaws provide that the registrant shall indemnify any natural person (not including non-employee lawyers, accountants, actuaries, investment advisers, or arbitrators acting in such capacity) who is or was serving in a fiduciary capacity with respect to one of the registrant’s employee benefit or welfare plans or who is or was performing any service or duty on behalf of the registrant with respect to such a plan, against all expenses, judgments, fines, and amounts paid in settlement incurred by such person in connection with any action or proceeding arising out of such service or performance, to the extent such expenses and amounts are insurable but not covered by collectible insurance or otherwise indemnified. Such indemnification shall not be available to any person who participated in or knowingly failed to take appropriate action with respect to any violation of any responsibilities or obligations imposed upon fiduciaries by law, knowing such to be a violation of such responsibilities or obligations.

#### *Insurance*

The registrant maintains directors’ and officers’ liability insurance under which the registrant’s directors and officers are insured against loss (as defined) as a result of claims brought against them based upon their acts or omissions in such capacities.

#### Item 7. Exemption from Registration Claimed.

Not applicable.

#### Item 8. Exhibits.

The Index to Exhibits listing the exhibits required by Item 601 of Regulation S-K is located at page II-6.

#### Item 9. Undertakings.

(a) The undersigned registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to this registration statement:

(i) To include any prospectus required by Section 10(a)(3) of the Securities Act of 1933 (“Securities Act”);

(ii) To reflect in the prospectus any facts or events arising after the effective date of the registration statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the registration statement;

(iii) To include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement;

*Provided, however,* that paragraphs (a)(1)(i) and (a)(1)(ii) do not apply if the information required to be included in a post-effective amendment by those paragraphs is contained in periodic reports filed by the registrant pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 (“Exchange Act”) that are incorporated by reference in the registration statement.

(2) That, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial *bona fide* offering thereof.

(3) To remove from registration by means of a post-effective amendment any of the securities being registered that remain unsold at the termination of the offering.

(b) The undersigned registrant hereby undertakes that, for purposes of determining any liability under the Securities Act, each filing of the registrant’s annual report pursuant to Section 13(a) or 15(d) of the Exchange Act (and, where applicable, each filing of an employee benefit plan’s annual report pursuant to Section 15(d) of the Exchange Act) that is incorporated by reference in the registration statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial *bona fide* offering thereof.

(h) Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the registrant pursuant to the provisions described in Item 6 above, or otherwise, the registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the registrant of expenses incurred or paid by a director, officer or controlling person of the registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue. The undertaking of the registrant in the preceding sentence does not apply to insurance against liability arising under the Securities Act.

SIGNATURES

The Registrant.

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Nashville, state of Tennessee, on the 12<sup>th</sup> day of December, 2008.

LOUISIANA-PACIFIC CORPORATION  
(Registrant)

By: /s/ Curtis M. Stevens  
Curtis M. Stevens  
Executive Vice President, Administration and Chief  
Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities indicated as of the 12<sup>th</sup> day of December, 2008.

<u>Signature</u>	<u>Title</u>
(1) Principal Executive Officer and Director:  RICHARD W. FROST*	Chief Executive Officer and Director
(2) Principal Financial Officer:  <u>/s/ Curtis M. Stevens</u> Curtis M. Stevens	Executive Vice President, Administration and Chief Financial Officer
(3) Principal Accounting Officer:  JEFFREY D. POLOWAY*	Corporate Controller
(4) A majority of the Board of Directors:  E. GARY COOK* ARCHIE W. DUNHAM* DANIEL K. FRIERSON* LIZANNE C. GOTTUNG* KURT M. LANDGRAF* DUSTAN E. MCCOY* COLIN D. WATSON*	Chairman of the Board Director Director Director Director Director Director
*By <u>/s/ Curtis M. Stevens</u> Curtis M. Stevens Attorney-in-fact	

The Plans.

Pursuant to the requirements of the Securities Act of 1933, the Louisiana-Pacific Salaried 401(k) and Profit Sharing Plan and the Louisiana-Pacific Hourly 401(k) and Profit Sharing Plan have duly caused this registration statement to be signed on their behalf by the undersigned, thereunto duly authorized, in the city of Nashville, state of Tennessee, on the 12<sup>th</sup> day of December, 2008.

LOUISIANA-PACIFIC SALARIED 401(k) AND  
PROFIT SHARING PLAN  
(Plan)

By: /s/ Curtis M. Stevens  
Curtis M. Stevens  
Chairman, Administrative Committee

LOUISIANA-PACIFIC HOURLY 401(k) AND  
PROFIT SHARING PLAN  
(Plan)

By: /s/ Curtis M. Stevens  
Curtis M. Stevens  
Chairman, Administrative Committee

## INDEX TO EXHIBITS

- 4.1 Articles Fourth, Fifth, Seventh, Eighth, Ninth, and Tenth of the registrant's Restated Certificate of Incorporation, defining the rights of holders of Common Stock. Incorporated by reference to Exhibit 3 to the registrant's Annual Report on Form 10-K for the year ended December 31, 2007.
- 4.2 Article I, Article II, Sections 2 and 11, Article IV, Article VII and Article X of the registrant's Bylaws, dated November 7, 2008, defining the rights of holders of Common Stock. Incorporated by reference to Exhibit 3.2 to the registrant's Current Report on Form 8-K filed November 13, 2008.
- 4.3 Rights Agreement, dated as of May 23, 2008, between the registrant and Computershare Trust Company, N.A., as Rights Agent, including the form of Right Certificate as Exhibit A and the Summary of Rights to Purchase Preferred Shares as Exhibit B. Incorporated by reference to Exhibit 4.1 to the registrant's Current Report on Form 8-K filed May 23, 2008.
- 5.1 Internal Revenue Service Determination Letter dated February 13, 2002, regarding qualification of Louisiana-Pacific Salaried 401(k) and Profit Sharing Plan under Section 401 of the Internal Revenue Code.
- 5.2 Internal Revenue Service Determination Letter dated February 13, 2002, regarding qualification of Louisiana-Pacific Hourly 401(k) and Profit Sharing Plan under Section 401 of the Internal Revenue Code.
- 23 Consent of Deloitte & Touche LLP.
- 24 Power of attorney of certain officers and directors.

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Other exhibits listed in Item 601 to Regulation S-K are not applicable.

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: February 13, 2002

LOUISIANA-PACIFIC CORPORATION  
C/O DONALD A BURNS  
MILLER NASH LLP  
111 SW FIFTH AVE SUITE 3500  
PORTLAND, OR 97204-3699

Employer Identification Number:  
93-0609074  
DLN:  
17007263015031  
Person to Contact:  
BRIAN HOHLER ID# 11205  
Contact Telephone Number:  
(877) 829-5500  
Plan Name:  
LOUISIANA-PACIFIC SALARIED 401K &  
PROFIT SHARING PLAN  
Plan Number: 040

Dear Applicant:

We have made a favorable determination on the plan identified above based on the information you have supplied. Please keep this letter, the application forms submitted to request this letter and all correspondence with the Internal Revenue Service regarding your application for a determination letter in your permanent records. You must retain this information to preserve your reliance on this letter.

Continued qualification of the plan under its present form will depend on its effect in operation. See section 1.401-1(b)(3) of the Income Tax Regulations. We will review the status of the plan in operation periodically.

The enclosed Publication 794 explains the significance and the scope of this favorable determination letter based on the determination requests selected on your application forms. Publication 794 describes the information that must be retained to have reliance on this favorable determination letter. The publication also provide examples of the effect of a plans operation on its qualified status and discusses the reporting requirements for qualified plans. Please read Publication 794.

This letter relates only to the status of your plan under the Internal Revenue Code. It is not a determination regarding the effect of other federal or local statutes.

This determination is subject to your adoption of the proposed amendments submitted in your letter dated December 17, 2001. The proposed amendments should be adopted on or before the date prescribed by the regulations under Code section 401(b).

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This determination letter is applicable for the amendment(s) executed on October 29, 1999.

This determination letter is also applicable for the amendment(s) dated on December 29, 2000.

Based on the information supplied, we have determined that your plan meets the requirements of section 401(k) of the Internal Revenue Code.

This letter considers the changes in qualification requirements made by the Uruguay Round Agreements Act, Pub. L. 103-465, the Small Business Job Protection Act of 1996, Pub. L. 104-188, the Uniformed Services Employment and Reemployment Rights Act of 1994, Pub. L. 103-353, the Taxpayer Relief Act of 1997, Pub. L. 105-34, the Internal Revenue Service Restructuring and Reform Act of 1998, Pub. L. 105-206, and the Community Renewal Tax Relief Act of 2000, Pub. L. 106.554.

This letter may not be relied on with respect to whether the plan satisfies the requirements of section 401 (a) of the Code, as amended by the Economic Growth and Tax Relief Reconciliation Act of 2001, Pub L. 107-16.

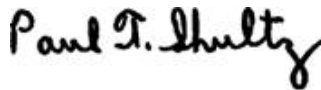
The requirement for employee benefits plans to file summary plan descriptions (SPD) with the U.S. Department of Labor was eliminated effective August 5, 1997. For more details, call 1.800-998.7542 for a free copy of the SPD card.

The information on the enclosed addendum is an integral part of this determination. Please be sure to read and keep it with this letter.

We have sent a copy of this letter to your representative as indicated in the power of attorney.

If you have questions concerning this matter, please contact the person whose name and telephone number are shown above.

Sincerely yours,



Paul T. Shultz  
Director,  
Employee Plans Rulings & Agreements

Enclosures:  
Publication 794  
Addendum

This determination letter is also applicable for the amendments dated on January 1, 2001 and May 24, 2001.

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: February 13, 2002

LOUISIANA-PACIFIC CORPORATION  
C/O DONALD A BURNS  
MILLER NASH LLP  
111 SW FIFTH AVE SUITE 3500  
PORTLAND, OR 97204-3699

Employer Identification Number:  
93-0609074  
DLN:  
17007263011041  
Person to Contact:  
BRIAN HOHLER ID# 11205  
Contact Telephone Number:  
(877) 829-5500  
Plan Name:  
LOUISIANA-PACIFIC HOURLY 401K &  
PROFIT SHARING PLAN  
Plan Number: 041

Dear Applicant:

We have made a favorable determination on the plan identified above based on the information you have supplied. Please keep this letter, the application forms submitted to request this letter and all correspondence with the Internal Revenue Service regarding your application for a determination letter in your permanent records. You must retain this information to preserve your reliance on this letter.

Continued qualification of the plan under its present form will depend on its effect in operation. See section 1.401-1(b)(3) of the Income Tax Regulations. We will review the status of the plan in operation periodically.

The enclosed Publication 794 explains the significance and the scope of this favorable determination letter based on the determination requests selected on your application forms. Publication 794 describes the information that must be retained to have reliance on this favorable determination letter. The publication also provide examples of the effect of a plan's operation or its qualified status and discusses the reporting requirements for qualified plans. Please read Publication 794.

This letter relates only to the status of your plan under the Internal Revenue Code. It is not a determination regarding the effect of other federal or local statutes.

This determination is subject to your adoption of the proposed amendments submitted in your letter dated January 23, 2002. The proposed amendments should be adopted on or before the date prescribed by the regulations under Code section 401(b).

---

This determination letter is applicable for the amendment(s) executed on October 29, 1999.

This determination letter is also applicable for the amendment(s) dated on December 1, 2000.

Based on the information supplied, we have determined that your plan meets the requirements of section 401(k) of the Internal Revenue Code.

This letter considers the changes in qualification requirements made by the Uruguay Round Agreements Act, Pub. L. 103-465, the Small Business Job Protection Act of 1996, Pub. L. 104-188, the Uniformed Services Employment and Reemployment Rights Act of 1994, Pub. L. 103-353, the Taxpayer Relief Act of 1997, Pub. L. 105-34, the Internal Revenue Service Restructuring and Reform Act of 1998, Pub. L. 105-206, and the Community Renewal Tax Relief Act of 2000, Pub. L. 106-554.

This letter may not be relied on with respect to whether the plan satisfies the requirements of section 401(a) of the Code, as amended by the Economic Growth and Tax Relief Reconciliation Act of 2001, Pub. L. 107-16.

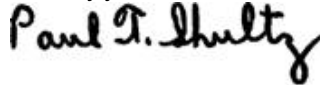
The requirement for employee benefits plans to file summary plan descriptions (SPD) with the U.S. Department of Labor was eliminated effective August 5, 1997. For more details, call 1-800-998-7542 for a free copy of the SPD card.

The information on the enclosed addendum is an integral part of this determination. Please be sure to read and keep it with this letter.

We have sent a copy of this letter to your representative as indicated in the power of attorney.

If you have questions concerning this matter, please contact the person whose name and telephone number are shown above.

Sincerely yours,



Paul T. Shultz  
Director,  
Employee Plans Rulings & Agreements

Enclosures:  
Publication 794  
Addendum

This determination letter is also applicable for the amendment(s) dated December 29, 2000; January 1, 2001; May 24, 2001 and September 4, 2001.

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We consent to the incorporation by reference in this Registration Statement on Form S-8 of our reports relating to the financial statements of Louisiana-Pacific Corporation and subsidiaries (which expressed an unqualified opinion on those financial statements and included an explanatory paragraph regarding the Company's adoption of Financial Accounting Standards Board Interpretation No. 48, *Accounting for Uncertainty in Income Taxes—an Interpretation of FASB Statement No. 109* on January 1, 2007, the recognition and disclosure provisions of Statement of Financial Accounting Standards No. 158, *Employers' Accounting for Defined Benefit Pension and Other Postretirement Plans, an amendment of FASB Statements No. 87, 88, 106 and 132(R)* on December 31, 2006, Statement of Financial Accounting Standards No. 123 (Revised 2004), *Share-Based Payment* on January 1, 2006 and Financial Accounting Standards Board Interpretation No. 47, *Accounting for Conditional Asset Retirement Obligations—An Interpretation of FASB Statement No. 143* on December 31, 2005), and the effectiveness of Louisiana-Pacific Corporation and subsidiaries internal control over financial reporting, dated March 6, 2008, appearing in the Annual Report on Form 10-K of Louisiana-Pacific Corporation and subsidiaries for the year ended December 31, 2007, and our reports dated June 25, 2008 appearing in the Annual Reports on Form 11-K of the Louisiana-Pacific Hourly 401(k) and Profit Sharing Plan, and the Louisiana-Pacific Salaried 401(k) and Profit Sharing Plan, for the year ended December 31, 2007.

/s/ DELOITTE & TOUCHE LLP

Nashville, TN  
December 12, 2008

**POWER OF ATTORNEY**

Each person whose signature appears below designates and appoints **CURTIS M. STEVENS** and **JEFFREY D. POLOWAY**, and each of them, the person's true and lawful attorneys-in-fact and agents to sign a registration statement on Form S-8 to be filed by Louisiana-Pacific Corporation, a Delaware corporation (the "Corporation"), with the Securities and Exchange Commission under the Securities Act of 1933, as amended, relating to up to 10,000,000 shares of the Corporation's common stock, to be issued to participants in the Corporation's Salaried 401(k) and Profit Sharing Plan and its Hourly 401(k) and Profit Sharing Plan, together with an indeterminate amount of interests in such plans, and any and all amendments thereto (including post-effective amendments). Each person whose signature appears below also grants full power and authority to these attorneys-in-fact and agents to take any action and execute any instruments that they deem necessary or desirable in connection with the preparation and filing of the registration statement, as fully as the person could do in person, hereby ratifying and confirming all that the attorneys-in-fact and agents or their substitutes may lawfully do or cause to be done.

IN WITNESS WHEREOF, this power of attorney has been executed by each of the undersigned as of the 12<sup>th</sup> day of December, 2008.

<u>Signature</u>	<u>Title</u>
<u>/s/ Richard W. Frost</u> Richard W. Frost	Chief Executive Officer and Director
<u>/s/ Curtis M. Stevens</u> Curtis M. Stevens	Executive Vice President, Administration and Chief Financial Officer
<u>/s/ Jeffrey D. Poloway</u> Jeffrey D. Poloway	Corporate Controller
<u>/s/ E. Gary Cook</u> E. Gary Cook	Chairman of the Board
<u>/s/ Archie W. Dunham</u> Archie W. Dunham	Director

/s/ Daniel K. Frierson

Daniel K. Frierson

Director

/s/ Lizanne C. Gottung

Lizanne C. Gottung

Director

/s/ Kurt M. Landgraf

Kurt M. Landgraf

Director

/s/ Dustan E. McCoy

Dustan E. McCoy

Director

/s/ Colin D. Watson

Colin D. Watson

Director