

Verso Paper Corp.  
Form 8-A12B  
May 09, 2008

As filed with the Securities and Exchange Commission on May 9, 2008

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES

PURSUANT TO SECTION 12(b) OR 12(g) OF THE

SECURITIES EXCHANGE ACT OF 1934

### Verso Paper Corp.

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

6775 Lenox Center Court, Suite 400

Memphis, Tennessee 38115-4436

**75-3217389**  
(I.R.S. Employer

Identification Number)

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(Address, including Zip Code, of Registrant's Principal Executive Offices)

**Copies to:**

**Raymond Y. Lin, Esq.**

**Dennis D. Lamont, Esq.**

**Latham & Watkins LLP**

**885 Third Avenue**

**Suite 1000**

**New York, New York 10022**

**(212) 906-1200**

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), please check the following box

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), please check the following box

**Securities Act registration statement file number to which this form relates: 333-148201**

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

<b>Title of each class to be so registered</b>	<b>Name of each exchange on which each class is to be registered</b>
Common Stock, \$.01 par value per share	New York Stock Exchange

**Item 1. Description Of Registrant's Securities To Be Registered.**

For a description of the securities to be registered hereunder, reference is made to the information set forth under the heading "Description of Capital Stock" in the Registrant's Prospectus, which constitutes part of the Registrant's Registration Statement on Form S-1, as amended (File No. 333-148201), filed under the Securities Act of 1933, as amended, which information is hereby incorporated herein by reference.

**Item 2. Exhibits.**

The following exhibits are filed as part of this registration statement:

- 1 Registration Statement on Form S-1 (Registration No. 333-148201), originally filed with the Commission on December 20, 2007 as amended, is incorporated herein by reference.
- 3.1 Amended and Restated Certificate of Incorporation of Registrant. Exhibit 3.1 to the Registrant's Registration Statement on Form S-1, File No. 333-148201, is incorporated herein by reference.
- 3.2 Amended and Restated Bylaws of Registrant. Exhibit 3.2 to the Registrant's Registration Statement on Form S-1, File No. 333-148201, is incorporated herein by reference.
- 4.1 Specimen common stock certificate. Exhibit 4.1 to the Registrant's Registration Statement on Form S-1, File No. 333-148201, is incorporated herein by reference.

**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.

VERSO PAPER CORP.

Date: May 9, 2008

By: /s/ Peter H. Kesser  
Peter H. Kesser  
Vice President and Secretary