

BROOKFIELD HOMES CORP

Form 8-A12B

April 07, 2004

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UNITED STATES  
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

**BROOKFIELD HOMES CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

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

**37-1446709**  
(I.R.S. Employer  
Identification No.)

**12865 Pointe Del Mar**  
**Suite 200**  
**Del Mar, California**  
(Address of Principal Executive Offices)

**92014**  
(Zip Code)

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

| <b>Title of Each Class<br/>to be so Registered</b> | <b>Name of Each Exchange on Which<br/>Each Class is to be Registered</b> |
|--|--|
| <b>12% Subordinated Notes Due 2020</b>             | <b>New York Stock Exchange</b>   |

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), 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.(c), check the following box

Securities Act registration file number to which this form relates: \_\_\_\_\_ (if applicable)

Securities to be registered pursuant to Section 12(g) of the Act:  
**None**

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**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

**Item 1. Description of Registrant's Securities to be Registered.**

A description of the securities of Brookfield Homes Corporation to be registered hereunder is incorporated herein by reference to the Description of Notes attached hereto as Exhibit 99.1.

**Item 2. Exhibits.**

Listed below are all exhibits filed as part of the registration statement:

| <b>Exhibit Number</b> | <b>Exhibit</b>        |
|-----------------------|-----------------------|
| 99.1                  | Description of Notes. |
| 99.2                  | Form of Indenture.    |

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**SIGNATURES**

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.

Date: April 5, 2004

**BROOKFIELD HOMES CORPORATION**

By: /s/ IAN G. COCKWELL

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Ian G. Cockwell  
President and Chief Executive Officer

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**EXHIBIT INDEX**

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