

OFFICEMAX INC
Form 8-K
May 23, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

Date of Report: **May 23, 2005**
Date of earliest event reported: **May 17, 2005**

OFFICEMAX INCORPORATED

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

1-5057
(Commission File Number)

82-0100960
(IRS Employer Identification No.)

150 Pierce Road
Itasca, Illinois 60143
(Address of principal executive offices) (Zip Code)

(630) 773-5000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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description is hereby incorporated by reference into this Item 1.01.

OfficeMax and certain of the other parties to the Amended Agreement (or, in the case of the paper sales agreement, an affiliate of a party to the Amended Agreement) are parties to various other agreements entered into in connection with the Acquisition, including a paper sales agreement, an additional consideration agreement, a registration rights agreement relating to OfficeMax's interest in Boise (f/k/a Boise Cascade Holdings, L.L.C.) and a security holders agreement relating to OfficeMax's interest in Boise, each of which is described in Item 1.01 of OfficeMax's Current Report on Form 8-K filed with the Securities and Exchange Commission on November 4, 2004, which descriptions are hereby incorporated by reference in this Item 1.01.

Item 9.01

Financial Statements and Exhibits.

(c) Exhibits.

Exhibit 10.1 Amended and Restated Going Public Agreement dated as of May 17, 2005 by and among OfficeMax Incorporated, Boise Cascade Company, Boise Land & Timber Holdings Corp., Kooskia Investment Corporation and Forest Products Holdings, L.L.C.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OFFICEMAX INCORPORATED

By: /s/ Matthew R. Broad
Matthew R. Broad
Executive Vice President and
General Counsel

Dated: May 23, 2005

EXHIBIT INDEX

Number	Description
10.1	Amended and Restated Going Public Agreement dated as of May 17, 2005 by and among OfficeMax Incorporated, Boise Cascade Company, Boise Land & Timber Holdings Corp., Kooskia Investment Corporation and Forest Products Holdings, L.L.C.