

Standard Pacific of South Florida, general partnership  
Form 8-A12B  
October 31, 2014

**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**

**Standard Pacific Corp.**

**(Co-registrants are listed on the following page)**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State of incorporation or organization)**

**15360 Barranca Parkway, Irvine, CA**  
**(Address of principal executive offices)**

**33-0475989**  
**(I.R.S. Employer Identification No.)**

**92618-2215**  
**(Zip Code)**

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.  x

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: 333-182942**

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

<b>Title of Each Class</b>	<b>Name of Each Exchange on Which</b>
<b>to be so Registered</b> <b>6.25% Senior Notes due 2021 of</b> <b>Standard Pacific Corp.</b>	<b>Each Class is to be Registered</b> <b>New York Stock Exchange</b>
<b>Guarantees of the Senior Notes by certain</b> <b>direct and indirect subsidiaries of</b> <b>Standard Pacific Corp.*</b>	<b>New York Stock Exchange</b>

**\* SEE TABLE OF CO-REGISTRANTS ON THE FOLLOWING PAGE**

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

The following direct and indirect subsidiaries of Standard Pacific Corp. are guarantors of the Senior Notes and co-registrants under this registration statement.

Name of Co-Registrant	Jurisdiction of Incorporation or Organization	I.R.S. Employer Identification No.
HSP Arizona, Inc.	Delaware	86-0927140
HWB Investments, Inc.	Delaware	27-0019252
Lagoon Valley Residential, LLC	California	20-2636836
Standard Pacific 1, Inc.	Delaware	20-4356066
Standard Pacific of Arizona, Inc.	Delaware	86-0927144
Standard Pacific of Colorado, Inc.	Delaware	94-3361834
Standard Pacific of Florida GP, Inc.	Delaware	20-4356126
Standard Pacific of Las Vegas, Inc.	Delaware	20-2834287
Standard Pacific of Orange County, Inc.	Delaware	33-0558026
Standard Pacific of South Florida GP, Inc.	Delaware	27-0019247
Standard Pacific of South Florida, general partnership	Florida	65-0643480
Standard Pacific of Tampa GP, Inc.	Delaware	41-2062547
Standard Pacific of Tampa, general partnership	Florida	81-0579276
Standard Pacific of Texas, Inc.	Delaware	20-4356880
Standard Pacific of the Carolinas, LLC	Delaware	59-3483072
Standard Pacific of Tonner Hills, LLC	Delaware	20-0350714
Standard Pacific of Walnut Hills, Inc.	Delaware	03-0505710
Westfield Homes USA, Inc.	Delaware	71-0898386

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## INFORMATION REQUIRED IN REGISTRATION STATEMENT

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

This Registration Statement on Form 8-A relates to the 6.25% Senior Notes due 2021 (the Notes) of Standard Pacific Corp. (the Registrant) and the guarantees of the Notes (the Guarantees) by the subsidiaries of the Registrant that are listed as co-registrants on the cover page hereof (the Guarantors).

On August 6, 2013, the Registrant, the Guarantors and The Bank of New York Mellon Trust Company, N.A. (as successor in interest to J.P. Morgan Trust Company, National Association, Bank One Trust Company, N.A. and The First National Bank of Chicago), as trustee (the Trustee), entered into a Twentieth Supplemental Indenture, dated as of August 6, 2013 (the Twentieth Supplemental Indenture), modifying, in respect of the Notes and the Guarantees, the Senior Debt Securities Indenture, dated as of April 1, 1999 (the Base Indenture), by and between the Company and The First National Bank of Chicago.

The Notes were issued under the Base Indenture, as supplemented by the Twentieth Supplemental Indenture. Pursuant to the Twentieth Supplemental Indenture, the Guarantors unconditionally, and jointly and severally, guaranteed the full payment of the Notes when due. Information required by Item 202 of Regulation S-K is set forth in the section captioned Description of Securities Debt Securities in the prospectus included in the Registration Statement on Form S-3 of the Registrant and the Guarantors (Registration No. 333-182942) (the Registration Statement) filed with the Securities and Exchange Commission (the Commission) on July 31, 2012, as supplemented, amended and updated by the information in the section captioned Description of Notes in the Registrant's Prospectus Supplement to the Registration Statement filed with the Commission on August 5, 2013, pursuant to Rule 424(b) under the Securities Act of 1933, as amended, and is incorporated herein by reference.

### Item 2. Exhibits

#### Exhibit

No.	Description
4.1	Senior Debt Securities Indenture, dated as of April 1, 1999, by and between the Registrant and The First National Bank of Chicago, as Trustee (incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the Commission on April 16, 1999)
4.2	Twentieth Supplemental Indenture, dated as of August 6, 2013, by and among the Registrant, the Guarantors and The Bank of New York Mellon Trust Company, N.A., as Trustee (incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the Commission on August 6, 2013)

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrants have duly caused this registration statement to be signed on their behalf by the undersigned, thereto duly authorized.

**STANDARD PACIFIC CORP.**

Dated: October 31, 2014

By: /S/ JEFF J. McCALL  
Name: Jeff J. McCall  
Executive Vice President and Chief Financial  
Title: Officer

**CO-REGISTRANTS**

**Lagoon Valley Residential, LLC**

**By: Standard Pacific Corp., its sole member**  
**Standard Pacific of Tonner Hills, LLC**

**By: Standard Pacific Corp., its sole member**

Dated: October 31, 2014

By: /S/ JEFF J. McCALL  
Jeff J. McCall  
Executive Vice President and Chief Financial  
Officer  
Standard Pacific Corp.

**HSP Arizona, Inc.**

**HWB Investments, Inc.**

**Standard Pacific 1, Inc.**

**Standard Pacific of Arizona, Inc.**

**Standard Pacific of Colorado, Inc.**

**Standard Pacific of Florida GP, Inc.**

**Standard Pacific of Las Vegas, Inc.**

**Standard Pacific of Orange County, Inc.**

**Standard Pacific of South Florida GP, Inc.**

**Standard Pacific of South Florida**

**By: Standard Pacific of South Florida GP, Inc., its  
managing partner**

**Standard Pacific of Tampa GP, Inc.**

**Standard Pacific of Tampa**

**By: Standard Pacific of Tampa GP, Inc., its**

**managing partner**

**Standard Pacific of Texas, Inc.**

**Standard Pacific of the Carolinas, LLC**

**Standard Pacific of Walnut Hills, Inc.**

**Westfield Homes USA, Inc.**

Dated: October 31, 2014

By: /S/ JEFF J. McCALL

Jeff J. McCall  
Principal Financial and Accounting Officer

**EXHIBIT INDEX**

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