

LACROSSE FOOTWEAR INC  
Form 8-K  
February 09, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 5, 2012

**LaCROSSE FOOTWEAR, INC.**

(Exact name of registrant as specified in its charter)

Wisconsin  
(State or other jurisdiction  
of incorporation)

0-23800  
(Commission  
file number)

39-1446816  
(IRS employer  
identification number)

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**17634 NE Airport Way, Portland, Oregon 97230**

(Address of principal executive offices, including zip code)

**(503) 262-0110**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 5.03. Amendments to Articles of Incorporation or By-Laws; Change in Fiscal Year.**

On February 5, 2012, LaCrosse Footwear, Inc. (the Company ) amended Section 3.01 of its Amended and Restated By-laws pursuant to a resolution of the Company s Board of Directors. The amendment became effective upon adoption. The amendment sets the number of directors of the Company at six, divided into three classes, each consisting of two directors.

A copy of the amendment is attached as Exhibit 3.1 to this report and is incorporated by reference herein. The foregoing description of the amendment does not purport to be complete and is qualified in its entirety by reference to such exhibit.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

**(d) Exhibits**

**Exhibit**

No.	Description
3.1	Amendment to Amended and Restated Bylaws of LaCrosse Footwear, Inc. adopted February 5, 2012.

**SIGNATURES**

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

Dated: February 9, 2012

LaCROSSE FOOTWEAR, INC.

*/s/ David P. Carlson*

David P. Carlson

Executive Vice President

and Chief Financial Officer

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
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