

LNR PROPERTY CORP  
Form S-8 POS  
February 04, 2005

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Registration No. 333-56734

As Filed with the Securities and Exchange Commission on February 3, 2005

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## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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POST-EFFECTIVE AMENDMENT NO. 1

To

### FORM S-8

REGISTRATION STATEMENT

Under

THE SECURITIES ACT OF 1933

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## LNR PROPERTY CORPORATION

(Exact Name of Registrant As Specified In Its Charter)

DELAWARE

(State of Incorporation)

65-0777234

(I.R.S. Employer Identification No.)

1601 WASHINGTON AVENUE, SUITE 800  
MIAMI BEACH, FLORIDA 33139

(Address of Principal Executive Offices) (ZipCode)

LNR PROPERTY CORPORATION 2000  
STOCK OPTION AND RESTRICTED STOCK PLAN

(Full Title Of Plan)

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Jeffrey P. Krasnoff  
LNR Property Corporation  
1601 Washington Avenue, Suite 800  
Miami Beach, Florida 33139

(Name And Address of Agent For Service)

Telephone number, including area code, of agent for service (305) 695-5500

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*Copies to:*

David W. Bernstein, Esq.  
Clifford Chance US LLP  
31 West 52nd Street  
New York, New York 10019

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**DEREGISTRATION OF SECURITIES**

LNR Property Corporation (the "Company") hereby deregisters all of the shares of common stock of the Company (the "Common Stock") previously registered under its Registration Statement on Form S-8 (File No. 333-56734) and remaining unsold as of the date this Post-Effective Amendment No. 1 is filed. As a result of its merger with Riley Acquisition Sub Corp., a wholly owned subsidiary of LNR Property Holdings Ltd., the Company is no longer offering Common Stock under the LNR Property Corporation 2000 Stock Option and Restricted Stock Plan.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Miami Beach, State of Florida on this 3rd day of February, 2005.

LNR PROPERTY CORPORATION

By: /s/ JEFFREY P. KRASNOFF

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Name: Jeffrey P. Krasnoff

Title: President

3

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QuickLinks

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[DEREGISTRATION OF SECURITIES](#)

[SIGNATURES](#)