

TRAVELCENTERS OF AMERICA LLC
Form 8-A12B
January 15, 2013

**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**

TRAVELCENTERS OF AMERICA LLC

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State of Incorporation or Organization)

24601 Center Ridge Road, Westlake, Ohio
(Address of Principal Executive Offices)

20 5701514
(IRS Employer Identification No.)

44145
(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), 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.(d), check the following box:

Securities Act registration statement file number to which this form relates: **333-181182**

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

| Title of Each Class to be so Registered | Name of Each Exchange on Which Each Class is to be Registered |
|--|--|
| 8.25% Senior Notes due 2028 | NYSE MKT LLC |

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

Explanatory Note

This Registration Statement on Form 8-A is being filed by TravelCenters of America LLC, a Delaware limited liability company (the Registrant), in connection with the registration of its 8.25% Senior Notes due 2028 (the Notes), under Section 12(b) of the Securities Exchange Act of 1934, as amended, upon the listing of the Notes on the NYSE MKT LLC.

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

The Registrant hereby incorporates by reference the description of the Notes to be registered hereunder, set forth under the heading "Description of Debt Securities We May Offer" in the Prospectus of the Registrant dated July 11, 2012 included in the Registrant's Registration Statement on Form S-3 (File No. 333-181182), as supplemented by the description under the heading "Description of Notes" in the Prospectus Supplement of the Registrant dated January 8, 2013, filed with the Securities and Exchange Commission (the Commission) pursuant to Rule 424(b)(5) under the Securities Act of 1933, as amended.

Item 2. Exhibits.

| Exhibit | Description |
|----------------|--|
| 4.1 | Indenture by and between TravelCenters of America LLC and U.S. Bank National Association, as trustee, dated as of January 15, 2013 (incorporated by reference to Exhibit 4.1 of the Registrant's Current Report on Form 8-K filed January 15, 2013) |
| 4.2 | First Supplemental Indenture by and between TravelCenters of America LLC and U.S. Bank National Association, as trustee, dated as of January 15, 2013 (incorporated by reference to Exhibit 4.2 of the Registrant's Current Report on Form 8-K filed January 15, 2013) |
| 4.3 | Form of 8.25% Senior Notes due 2028 (included in Exhibit 4.2 above) |

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.

TRAVELCENTERS OF AMERICA LLC

Date: January 15, 2013

By: /s/ Andrew J. Rebholz

Name:

Andrew J. Rebholz

Title:

Executive Vice President, Chief Financial
Officer and Treasurer