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May 04, 1999 8:00 am
Secretary of State

05-04-1999 90020 033 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F94000001370

1. Corporation Name
DAHLONEGA PACKAGING CORPORATION



Principal Place of Business: **1900 W FIELD COURT LAKE FOREST IL 60045 US**
 Mailing Address: **P.O. BOX 4100 ATTN: TAX DEPT THE WOODLANDS TX 77387-4100**

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: **03/17/1994**
 4. FEI Number: **76-0302048** Applied For: Not Applicable
 5. Certificate of Status Desired: **\$8.75 Additional Fee Required**
 6. Election Campaign Financing Trust Fund Contribution: **\$5.00 May Be Added to Fees**
 8. This corporation owes the current year Intangible Personal Property Tax: Yes No

2. Principal Place of Business (21) Suite, Apt. #, etc. (22) City & State (23) Zip (24) Country (25)
 2a. Mailing Address (26) Suite, Apt. #, etc. (27) City & State (28) Zip (29) Country (30)

9. Name and Address of Current Registered Agent
**C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent
 81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	P <input type="checkbox"/> DELETE
NAME	SWEENEY, WILLIAM J
STREET ADDRESS	3719 MAPLE AVE
CITY-ST-ZIP	TERRE HAUTE IN 47804
TITLE	VPT <input type="checkbox"/> DELETE
NAME	OSAR, KAREN R
STREET ADDRESS	70 AVIEMORE DR
CITY-ST-ZIP	NEW ROCHELLE NY 10804
TITLE	VAS <input checked="" type="checkbox"/> DELETE
NAME	SIMPSON, ROBERT G
STREET ADDRESS	5627 PALISADE FALLS
CITY-ST-ZIP	KINGWOOD TX 77345
TITLE	V <input type="checkbox"/> DELETE
NAME	PAGE, ROBERT G
STREET ADDRESS	1124 LOYOLA
CITY-ST-ZIP	LIBERTYVILLE IL 60048
TITLE	AS <input type="checkbox"/> DELETE
NAME	NEECE, BERT F
STREET ADDRESS	5907 ROCKY BROOK
CITY-ST-ZIP	KINGWOOD TX 77345
TITLE	VS <input type="checkbox"/> DELETE
NAME	STEWART, KARL A
STREET ADDRESS	107 PERKINS ROAD
CITY-ST-ZIP	GREENWICH CT 06830

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	VAS <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	DON P. CARPENTER
3.3 STREET ADDRESS	23946 ENGLISH OAKS
3.4 CITY-ST-ZIP	SPRING, TX 77373
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: **Bert F. Neece** APR 12 1999 281/539-6961

CR2E034 (11/98)

475770-90020-33
F94000001370

DAHLONEGA PACKAGING CORPORATION
Corporate Street Address: 1900 West Field Court, Lake Forest, IL 60045
Corporate Mailing Address: P. O. Box 4100, The Woodlands, TX 77387-4100

All Directors' & Officers' business addresses are the same as corporate street and mailing addresses

DIRECTORS

<u>Name</u>	<u>Address</u>	<u>Social Security #</u>
William J. Sweeney	3719 Maple Avenue, Terre Haute, IN 47804	089-32-7900

OFFICERS

<u>Name</u>	<u>Position</u>	<u>Address</u>	<u>Social Security #</u>
William J. Sweeney	President	3719 Maple Avenue, Terre Haute, IN 47804	089-32-7900
Don P. Carpenter	Vice President and Assistant Secretary	23946 English Oaks, Spring, TX 77373	449-31-8636
James V. Faulkner, Jr.	Vice President and Assistant Secretary	110 Abingdon Avenue, Kenilworth IL 60043	113-34-0054
H. Thomas Meech	Vice President	13689 Bromley Point Drive, Jacksonville, FL 32225	384-36-3100
Karen R. Osar	Vice President and Treasurer	70 Aviemore Drive, New Rochelle, NY 10804	018-44-3922
Robert A. Page	Vice President	1124 Loyola, Libertyville, IL 60048	456-94-5027
Karl A. Stewart	Vice President and Secretary	107 Perkins Road, Greenwich, CT 06830	450-68-4329
Victor Franck	Assistant Secretary	82 Driftok Circle, The Woodlands, TX 77381	259-98-6031
James D. Gaughan	Assistant Secretary	143 Old Stamford Road, New Canaan, CT 06840	460-92-7783
Bert F. Neece	Assistant Secretary	5907 Rocky Brook, Kingwood, TX 77345	327-40-9245
John R. Olsen	Assistant Secretary	5637 No Mango, Chicago, IL 60646	519-62-1536
Paul D. Novas	Assistant Treasurer	53 Canoe Hill Road, New Canaan, CT 06840	001-58-2742
Richard B. West	Assistant Treasurer	1136 Crestwood, Northbrook, IL 60062	417-78-5078