

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 24 1998 8:00am
Secretary of State



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

PROFIT CORPORATION
 ANNUAL REPORT
1998

DOCUMENT # F97000002343 (8)
 1. Corporation Name
TENNECO PROTECTIVE PACKAGING INC.



Principal Place of Business
**1603 ORRINGTON AVE
 EVANSTON IL 60204**

Mailing Address
**1603 ORRINGTON AVE
 EVANSTON IL 60204**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 1900 West Field Court		26 P. O. Box 4100		05/02/1997	
Suite, Apt #, etc.		Suite, Apt #, etc.		4. FEI Number	
22		27 Tax Department		76-0533954	
City & State		City & State		Applied For	
23 Lake Forest, IL		28 The Woodlands, TX		Not Applicable	
Zip		Zip		5. Certificate of Status Desired <input type="checkbox"/>	
24 60045		29 77387-4100		8.75 Additional Fee Required	
Country		Country		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	
25 USA		30 USA		5.00 May Be Added to Fees	
25 USA		30 USA		8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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	PD <input checked="" type="checkbox"/> DELETE
NAME	STECKO, PAUL T
STREET ADDRESS	1275 KING ST
CITY-ST-ZIP	GREENWICH CT 06831
TITLE	V <input type="checkbox"/> DELETE
NAME	GRISWOLD, PAUL J
STREET ADDRESS	1603 ORRINGTON AVE
CITY-ST-ZIP	EVANSTON IL 60204
TITLE	VAS <input type="checkbox"/> DELETE
NAME	FAULKNER, JAMES V JR
STREET ADDRESS	1603 ORRINGTON AVE
CITY-ST-ZIP	EVANSTON IL 60204
TITLE	VAS <input checked="" type="checkbox"/> DELETE
NAME	LEFEVRE, SUZANNE M
STREET ADDRESS	1603 ORRINGTON AVE
CITY-ST-ZIP	EVANSTON IL 60204
TITLE	VT <input type="checkbox"/> DELETE
NAME	OSAR, KAREN R
STREET ADDRESS	1275 KING ST
CITY-ST-ZIP	GREENWICH CT 06831
TITLE	V <input type="checkbox"/> DELETE
NAME	PAGE, ROBERT A
STREET ADDRESS	1603 ORRINGTON AVE
CITY-ST-ZIP	EVANSTON IL 60204

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	VP & AS <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Simpson, Robert G.
1.3 STREET ADDRESS	5627 Palisade Falls
1.4 CITY-ST-ZIP	Kingwood, TX 77345
2.1 TITLE	PD <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	Griswold, Paul J.
2.3 STREET ADDRESS	11 E. Pembroke Drive
2.4 CITY-ST-ZIP	Lake Forest, IL 60045
3.1 TITLE	VAS <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	Faulkner, James V. Jr.
3.3 STREET ADDRESS	208 Kensington Court
3.4 CITY-ST-ZIP	Houston, TX 77024
4.1 TITLE	AS <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Neece, Bert F.
4.3 STREET ADDRESS	5907 Rocky Brook
4.4 CITY-ST-ZIP	Kingwood, TX 77345
5.1 TITLE	VP&T <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	Osar, Karen R.
5.3 STREET ADDRESS	70 Aviemore Drive
5.4 CITY-ST-ZIP	New Rochelle, NY 10804
6.1 TITLE	VP <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	Page, Robert A.
6.3 STREET ADDRESS	1124 Loyola
6.4 CITY-ST-ZIP	Libertyville, IL 60048

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.

SIGNATURE: *Bert F. Neece* **04-14-98** 281/539-6961

CR2E034 (10/97)

TENNECO PROTECTIVE PACKAGING INC.

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>
Paul J. Griswold	11 E. Pembroke Dr., Lake Forest, IL 60045	147-46-0352

OFFICERS

<u>Name</u>	<u>Position</u>	<u>Address</u>	<u>Social Security #</u>
Paul J. Griswold	President	11 E. Pembroke Dr., Lake Forest, IL 60045	147-46-0352
James V. Faulkner, Jr.	Vice President and Assistant Secretary	208 Kensington Court, Houston, TX 77024	113-34-0054
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
Robert G. Simpson	Vice President and Assistant Secretary	5627 Palisade Falls, Kingwood, TX 77345	359-44-0711
Karl A. Stewart	Vice President and Secretary	107 Perkins Road, Greenwich, CT 06830	450-68-4329
Stephen T. Auburn	Assistant Secretary	1119 Lake Street, Evanston, IL 60201	059-40-4757
Jay S. Barnes	Assistant Secretary	3414 Woodlands Circle, Macedon, NY 14502	083-52-4134
Donald Carpenter	Assistant Secretary	23946 English Oaks, Spring, TX 77373	449-31-8636
Victor Franck	Assistant Secretary	82 Drift oak 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
David P. Brush	Assistant Treasurer	18449 W. Meander Drive, Grayslake, IL 60030	479-94-0963
Paul D. Novas	Assistant Treasurer	53 Canoe Hill Road, New Canaan, CT 06840	001-58-2742