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PROFIT CORPORATION ANNUAL REPORT 1999

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

DOCUMENT # F97000002343

1. Corporation Name
TENNECO PROTECTIVE PACKAGING INC.



Principal Place of Business

Mailing Address

1900 W FIELD COURT
 LAKE FOREST IL 60045
 US

P O BOX 4100
 TAX DEPARTMENT
 THE WOODLANDS TX 77387-100
 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

05/02/1997

2. Principal Place of Business

2a. Mailing Address

4. FEI Number

Applied For

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

76-0533954

Not Applicable

22 City & State

27 City & State

5. Certificate of Status Desired

\$8.75 Additional Fee Required

23 Zip

Country

28 Zip

Country

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

24 Zip

25 Country

29 Zip

30 Country

8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE VPAS DELETE
 NAME SIMPSON, ROBERT G
 STREET ADDRESS 5627 PALISADE FALLS
 CITY-ST-ZIP KINGWOOD TX 77345

1.1 TITLE VAS Change Addition
 1.2 NAME DON P. CARPENTER
 1.3 STREET ADDRESS 23946 ENGLISH OAKS
 1.4 CITY-ST-ZIP SPRING, TX 77373

TITLE PD DELETE
 NAME GRISWOLD, PAUL J
 STREET ADDRESS 11 E PEMBROKE DR
 CITY-ST-ZIP LAKE FOREST IL 60045

2.1 TITLE Change Addition
 2.2 NAME
 2.3 STREET ADDRESS
 2.4 CITY-ST-ZIP

TITLE VAS DELETE
 NAME FAULKNER, JAMES V JR
 STREET ADDRESS 208 KENSINGTON COURT
 CITY-ST-ZIP HOUSTON TX 77024

3.1 TITLE VAS Change Addition
 3.2 NAME JAMES V. FAULKNER, JR.
 3.3 STREET ADDRESS 110 ABINGDON AVENUE
 3.4 CITY-ST-ZIP KENILWORTH, IL 60043

TITLE AS DELETE
 NAME NEECE, BERT F
 STREET ADDRESS 5907 ROCKY BROOK
 CITY-ST-ZIP KINGWOOD TX 77345

4.1 TITLE Change Addition
 4.2 NAME
 4.3 STREET ADDRESS
 4.4 CITY-ST-ZIP

TITLE VPT DELETE
 NAME OSAR, KAREN R
 STREET ADDRESS 70 AVEMORE DR
 CITY-ST-ZIP NEW ROCHELLE NY 10804

5.1 TITLE Change Addition
 5.2 NAME
 5.3 STREET ADDRESS
 5.4 CITY-ST-ZIP

TITLE VP DELETE
 NAME PAGE, ROBERT A
 STREET ADDRESS 1124 LOYOLA
 CITY-ST-ZIP LIBERTYVILLE IL 60048

6.1 TITLE Change 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* BERT F. NEECE

APR 12 1999

281/539-6961

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (1/98)



475767-90020-30
59700002343
Name

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
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
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
John N. Schwab	Vice President	860 Valley Road, Lake Forest, IL 60045	352-38-9365
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
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. Olsén	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