

F99000001296

PREMIER CORPORATE SERVICES, INC

An affiliate of National Registered Agents, Inc.

208 South LaSalle Street, Suite 1855
Chicago, IL 60604
(312) 346-3606 (800) 934-2556
Fax: (312) 346-3607

FILED
00 DEC 11 PM 2:21
TALLHASSEE, FLORIDA

December 5, 2000

Via Regular Mail

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

600003495946--4
-12/11/00--01151--001
*****35.00 *****35.00

Re: PACKAGING CORPORATION OF AMERICA

Dear To Whom it may concern,:

Enclosed please find Change of Agent forms including fees for the above captioned. Please process and forward to my attention in the attached Self Addressed Stamped Envelope.

If you have any question please give me a call at 800-934-2556.

Thank You!

*RTA Change
12-15-00
WAS*

Wil Snodgrass

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Packaging Corporation of America

2. The mailing address of the corporation is: 1900 West Field Court, Lake Forest, IL 60045

3. Date of incorporation/qualification: March 9, 1999 Document number: F99000001296

4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

NRAI Services, Inc.

526 East Park Avenue

Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

John R. Olsen
(Signature of an officer, chairman or vice chairman of the board)

November 28, 2000
(Date)

John R. Olsen, Asst. Secretary
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Anthony J. Alexander
(Signature of Registered Agent)

November 3, 2000
(Date)

Anthony J. Alexander
If signing on behalf of an entity:

Anthony J. Alexander
(Typed or Printed Name)

Asst. Secretary
(Capacity)

*** FILING FEE: \$35.00 ***