

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

FILED
May 13 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P27163 (5)

1. Corporation Name
SMURFIT PAPERBOARD INC.



Principal Place of Business 401 ALTON STREET ALTON FL 62002 US	Mailing Address 401 ALTON ST. ALTON FL 62002
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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3. Date Incorporated or Qualified 12/06/1989	4. FEI Number 43-1531059	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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	PCEO	<input type="checkbox"/> DELETE
NAME	SMURFIT, M.W.J. J	
STREET ADDRESS	8182 MARYLAND AVE	
CITY-ST-ZIP	ST LOUIS MO	
TITLE	VCF	<input type="checkbox"/> DELETE
NAME	MOORE, P.J.	
STREET ADDRESS	8182 MARYLAND AVE.	
CITY-ST-ZIP	ST LOUIS MO	
TITLE	V	<input type="checkbox"/> DELETE
NAME	WANDMACHER, W.N.	
STREET ADDRESS	8182 MARYLAND AVE.11 FL	
CITY-ST-ZIP	ST LOUIS MO	
TITLE	T	<input type="checkbox"/> DELETE
NAME	MARRA, R.P.	
STREET ADDRESS	8182 MARYLAND AVE.11 FL	
CITY-ST-ZIP	ST LOUIS MO	
TITLE	T	<input type="checkbox"/> DELETE
NAME	HINRICHS, C.A.	
STREET ADDRESS	8182 MARYLAND AVE	
CITY-ST-ZIP	ST LOUIS MO	
TITLE	S	<input type="checkbox"/> DELETE
NAME	TIERNEY, M.E.	
STREET ADDRESS	8182 MARYLAND AVE.11 FL	
CITY-ST-ZIP	ST LOUIS MO	

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	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
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, changed, or on an attachment with an address.

SIGNATURE:  **CHARLES A. HINRICHS** 4/28/98 618-463-5801

CR2E034 (10/97)

SMURFIT PAPERBOARD INC. - DELAWARE

DIRECTORS

J. B. Malloy
M.W.J.Smurfit, Jr.
P. J. Moore
W. N. Wandmacher

OFFICERS

J. B. Malloy - Chairman
M.W.J.Smurfit, Jr. - President & Chief Executive Officer
P. J. Moore - Vice President and Chief Financial Officer
C. A. Hinrichs - Vice President and Treasurer
M. E. Tierney - Vice President and Secretary
W. N. Wandmacher - Vice President
C. A. Hunt - Assistant Secretary
R. P. Marra - Assistant Treasurer

BUSINESS MAILING ADDRESS FOR THE ABOVE:

8182 Maryland Avenue
11th Floor
St. Louis, Missouri 63105