

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

FILED
May 12 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 821976 (8)
1. Corporation Name
JEFFERSON SMURFIT CORPORATION (U.S.)

Principal Place of Business
401 ALTON STREET
ALTON IL 62002

Mailing Address
401 ALTON STREET
ALTON IL 62002



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 10/23/1968	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 36-2659288	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	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		10. Name and Address of New Registered Agent	
CT CORPORATION SYSTEM 1200 S. 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PCED	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GRAHAM, R.W.	1.2 NAME	
STREET ADDRESS	8182 MARYLAND AVE	1.3 STREET ADDRESS	
CITY-ST-ZIP	ST LOUIS MO	1.4 CITY-ST-ZIP	
TITLE	EVP	2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	PRIESTLEY, E	2.2 NAME	
STREET ADDRESS	8182 MARYLAND AVE	2.3 STREET ADDRESS	VP MCKENNA, T J P
CITY-ST-ZIP	ST LOUIS MO	2.4 CITY-ST-ZIP	8182 MARYLAND AVE ST LOUIS MO
TITLE	VPS	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TIERNEY, M.E.	3.2 NAME	
STREET ADDRESS	8182 MARYLAND AVENUE	3.3 STREET ADDRESS	
CITY-ST-ZIP	ST LOUIS MO	3.4 CITY-ST-ZIP	
TITLE	VP	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WEST, G.L.	4.2 NAME	
STREET ADDRESS	8182 MARYLAND AVENUE	4.3 STREET ADDRESS	
CITY-ST-ZIP	ST LOUIS MO	4.4 CITY-ST-ZIP	
TITLE	CFO	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MOORE, P J	5.2 NAME	
STREET ADDRESS	8182 MARYLAND AVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	ST LOUIS MO	5.4 CITY-ST-ZIP	
TITLE	T	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HINRICH, C.A.	6.2 NAME	
STREET ADDRESS	8182 MARYLAND AVE	6.3 STREET ADDRESS	
CITY-ST-ZIP	ST LOUIS MO	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 file this report as required by 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE _____
CHARLES A. MOORE
VICE PRESIDENT AND TREASURER
04/29/98 618-463-5801

CR2E034 (10/97)

JEFFERSON SMURFIT CORPORATION - DELAWARE

Corporate Officers

M. W. J. Smurfit	Chairman of the Board
R. W. Graham	President, Chief Executive Officer & Chief Operating Officer
R. P. Breimeier	Vice President -Transportation and Logistics
J. R. Carl	Vice President - Environmental Affairs
J. P. Davis	Vice President & General Manager-Consumer Packaging Division
J. D. Duncan	Vice President & General Manager - Industrial Packaging Division
R. J. Golden	Vice President- Purchasing
M. F. Harrington	Vice President - Personnel & Human Resources
R. W. Graham	Vice President & General Manager, Folding Carton & Boxboard Division
C. A. Hinrichs	Vice President &, Treasurer
J. D. Lamb	Vice President & General Manager-Smurfit Newsprint Corporation
F. S. Macfarlane	Vice President & General Manager-Folding Carton & Boxboard Mill Division
T. J. P. McKenna	Vice President - Investor Relations and Communications
P. J. Moore	Vice President & Chief Financial Officer
T. A. Pagano	Vice President - Planning
D. C. Stevens	Vice President & General Manager-Smurfit Recycling Company
J. E. Straw	Vice President -Corporate Sales and Marketing
M. E. Tierney	Vice President, General Counsel and Secretary
W. N. Wandmacher	Vice President & General Manager- Containerboard Mill Division
G. L. West	Vice President & General Manager-Container Division

BUSINESS MAILING ADDRESS FOR THE ABOVE:

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

April 29, 1998

JEFFERSON SMURFIT CORPORATION (U.S.) - DELAWARE

Directors

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS MAILING ADDRESS</u>
M. W. J. Smurfit	Chairman of the Board	8182 Maryland Avenue, 11th Floor St. Louis, MO 63105
R. W. Graham	President & Chief Chief Executive Officer	8182 Maryland Avenue, 11th Floor St. Louis, MO 63105
H. E. Kilroy	Director	8182 Maryland Avenue, 11th Floor St. Louis, MO 63105
J. E. Terrill	Director	8182 Maryland Avenue, 11th Floor St. Louis, MO 63105
D. P. Brennan	Director	1251 Avenue of the Americas New York, NY 10020
A. E. Goldberg	Director	1251 Avenue of the Americas New York, NY 10020
M. M. Janson	Director	1251 Avenue of the Americas New York, NY 10020
L. J. Abramson	Director	1251 Avenue of the Americas New York, NY 10020
T. A. Reynolds, III	Director	1251 Avenue of the Americas New York, NY 10020
G. T. Hutton	Director	1251 Avenue of the Americas New York, NY 10020