

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

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**Apr 21 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 841433 (6)

1. Corporation Name
INLAND PAPERBOARD AND PACKAGING, INC.



Principal Place of Business 4030 VINCENNES RD INDIANAPOLIS IN 46268 US	Mailing Address 303 S TEMPLE DR PO DRAWER N DIBOLL TX 75941-0814 US
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3. Date Incorporated or Qualified 09/13/1978	3a. Date of Last Report 04/29/1996
4. FEI Number 13-2946332	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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Country
24 Zip	25 Country
29 Zip	30 Country

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
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	VS <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HOUSEHOLDER, S.L.	1.2 NAME	
STREET ADDRESS	6919 WILDWOOD CT.	1.3 STREET ADDRESS	
CITY-ST-ZIP	INDIANAPOLIS IN	1.4 CITY-ST-ZIP	
TITLE	SDV <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WARNER, RICHARD M	2.2 NAME	
STREET ADDRESS	RT. 10 BOX 9645	2.3 STREET ADDRESS	
CITY-ST-ZIP	LUFKIN TX 75901	2.4 CITY-ST-ZIP	
TITLE	V <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	CHANCELLOR, G.A.	3.2 NAME	William B. Howes
STREET ADDRESS	902 CHAMPIONS DR.	3.3 STREET ADDRESS	4030 Vincennes Rd.
CITY-ST-ZIP	LUFKIN TX 75901	3.4 CITY-ST-ZIP	Indianapolis, IN 46268-0937
TITLE	AS <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ADAMSON, GRANT F	4.2 NAME	
STREET ADDRESS	303 S TEMPLE DR.	4.3 STREET ADDRESS	
CITY-ST-ZIP	DIBOLL TX 75941	4.4 CITY-ST-ZIP	
TITLE	V <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	VAUGHAN, J.M.	5.2 NAME	Bart J. Doney
STREET ADDRESS	9028 CHESTNUT CT	5.3 STREET ADDRESS	4030 Vincennes Rd.
CITY-ST-ZIP	INDIANAPOLIS, IND 0	5.4 CITY-ST-ZIP	Indianapolis, IN 46268-0937
TITLE	D <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GRUM, CLIFFORD	6.2 NAME	
STREET ADDRESS	303 SOUTH TEMPLE DR; PO DRAWER N	6.3 STREET ADDRESS	
CITY-ST-ZIP	DIBOLL TX	6.4 CITY-ST-ZIP	

14. I do 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: *[Signature]* **RICHARD WARNER** 4-11-97 (409)829-1303

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

**INLAND PAPERBOARD AND PACKAGING, INC.
FORMERLY INLAND CONTAINER CORPORATION
13-2946332**

LIST OF OFFICERS AND DIRECTORS

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>	<u>TERM EXPIRES</u>
OFFICERS - CORPORATE:			
COB & CEO	William B. Howes	4030 Vincennes Rd. Indianapolis, IN 46268-0937	As designated by The Board of Directors
Sr. VP-Paperboard Sales & Business Development	Bart J. Doney	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Sr. VP - Technology &	Richard L. Ellis	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Sr. VP-Strategic Services	James C. Foxworthy	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP-Management Info Services	Fred G. Fly	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP, General Counsel & Asst. Secretary	Steven L. Householder	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP-Procurement & Transportation	Robert A. Lindemann	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP	John L. Moore	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP - New Business Development	David H. Recker	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP - Communications	Donna L. Reynolds	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP-Quality	Richard Surber	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP	Jack C. Sweeny	303 S. Temple Drive Diboll, TX 75941	
VP, Treas. & Controller	Joseph E. Tomlinson	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP & Secretary	M. Richard Warner	303 S. Temple Drive Diboll, TX 75941	
Asst VP-Human Resources, Planning & Development	Donald W. Armstrong	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Asst. VP & Asst. Secre.	Frank F. Hirschman	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Asst. Secretary	Grant F. Adamson	303 South Temple Drive Diboll, TX 75941	
Asst. Secretary	Patricia A. Foley	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Asst. Treasurer	David W. Turpin	301 Congress Avenue Austin, Texas 78701	

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LIST OF OFFICERS AND DIRECTORS

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>	<u>TERM EXPIRES</u>
<u>OFFICERS - CONTAINER DIVISION:</u>			
Executive VP	Joseph E. Turk	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. Sr. VP-Specialty Packaging	Bruce J. Grube	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. Sr. VP-Marketing & Planning	Samuel E. MacNulty	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. Sr. VP-Sales & Marketing	Dwight C. Schmidt	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. Sr. VP- Grid Packaging	Dennis J. Vesci	4030 Vincennes Rd. Indianapolis, IN 46268-0937	As Designated By The Board of
Div. Sr. VP-Nat'l Accts. Sales	Charles L. Wilson	4030 Vincennes Rd. Indianapolis, IN 46268-0937	Directors
Div. VP-MFG Services	C. Russ Bachman, Jr.	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Southern Area	Charles L. Bakitis	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Northern Area	T. Larry Barber	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Food Service	Everett L. Brown	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Western Area	Paul A. Calvert	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Natl Specialty Sales	G. David Glover	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Central Area	Harold S. King	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Latin America	Birg Mishurda	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Natl Accts Executive	Charles R. Pope	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Natl Accts Executive	R. Steven Raine	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
VP-Latin America	Birg Mishurda	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
<u>CONTAINERBOARD DIVISION:</u>			
Executive VP	Ted A. Owens	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Operations	Alex Benson	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
Div. VP-Operations	Robert E. Stone	4030 Vincennes Rd. Indianapolis, IN 46268-0937	

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• LIST OF OFFICERS AND DIRECTORS

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>	<u>TERM EXPIRES</u>
INLAND-ORANGE DIVISION: VP - Orange Mill Manager	David L. Kosboth	4030 Vincennes Rd. Indianapolis, IN 46268-0937	
INLAND-ROME DIVISION: VP - Rome Mill Manger	Donald F. Jones	4030 Vincennes Rd. Indianapolis, IN 46268-0937	

DIRECTORS

David H. Dolben	303 S. Temple Drive Diboll, TX 75941
Clifford J. Grum	303 S. Temple Drive Diboll, TX 75941
William B. Howes	4030 Vincennes Rd. Indianapolis IN 46268
Kenneth M. Jastrow II	303 S. Temple Drive Diboll, TX 75941
Harold C. Maxwell	303 S. Temple Drive Diboll, TX 75941
Jack C. Sweeny	303 S. Temple Drive Diboll, TX 75941
M. Richard Warner	303 S. Temple Drive Diboll, TX 75941