

CT CORPORATION SYSTEM

F020000001172

CORPORATION(S) NAME

Sovereign Packaging Group, Inc.

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FILED
02 MAR -6 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

800005050748--4

03/06/02 01046-030

*****70.00 *****70.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> CUS
<input type="checkbox"/> Photocopies	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/6/02

Order#: 5175094

Ref#: _____
kf

Amount: \$ _____

BK

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

RECEIVED
JAN 6 1967
STATE OF FLORIDA
SECRETARY OF STATE

1. Sovereign Packaging Group, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. New York

(State or country under the law of which it is incorporated)

3. 16-0951610

(FEI number, if applicable)

4. 11-29-67

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 225 W. Washington Street, Chicago, IL 60606

(Principal office address)

225 W. Washington Street, Chicago, IL 60606

(Current mailing address)

8. To engage in any and all lawful acts or activity permitted by law.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

CT Corporation System

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Christine J. Smith, Vice President & Secretary

(Typed or printed name and capacity of person signing application)

SOVEREIGN PACKAGING GROUP, INC.

ATTACHMENT TO APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

12. Names and business addresses of officers and/or directors:

A) Directors

NAME	TITLE	ADDRESS
Robert B. Covalt	Director	225 W. Washington Street Chicago, IL 60606
Thomas P. Salice	Director	65 East 55 th Street New York, NY 10022
John L. Garcia	Director	225 W. Washington Street Chicago, IL 60606

B) Officers

NAME	TITLE	ADDRESS
Robert B. Covalt	Chairman of the Board	225 W. Washington Street Chicago, IL 60606
John R. Mellett	Vice President, Chief Administrator Officer, CFO, & Treasurer	225 W. Washington Street Chicago, IL 60606
Richard W. Johnston	Vice President of Technology	225 W. Washington Street Chicago, IL 60606
Louis M. Pace	Vice President of Mergers & Acquisitions, Assistant Secretary, Assistant Treasurer	225 W. Washington Street Chicago, IL 60606
Patrick W. Stanton	Vice President, Assistant Secretary, Assistant Treasurer	225 W. Washington Street Chicago, IL 60606
Thomas P. Salice	Vice President, Assistant Secretary, Assistant Treasurer	65 East 55 th Street New York, NY 10022
John L. Garcia	Vice President, Assistant Secretary, Assistant Treasurer	225 W. Washington Street Chicago, IL 60606
Brian R. Hoesterey	Vice President, Assistant Secretary, Assistant Treasurer	225 W. Washington Street Chicago, IL 60606
Christine J. Smith	Vice President, Secretary, Assistant Treasurer	65 East 55 th Street New York, NY 10022
Richard Bashford	Vice President of Packaging	1901 Rufford Lane Knoxville, TN 37922
Paul Gavlinski	Vice President of Manufacturing & Engineering	225 W. Washington Street Chicago, IL 60606
Karen K. Seeberg	Vice President of Human Resources	225 W. Washington Street Chicago, IL 60606

**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of SOVEREIGN PACKAGING GROUP, INC. was filed on 11/29/1967, under the name of THE P&L SUBSIDIARY, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment THE P&L SUBSIDIARY, INC., changing its name to PIERCE & STEVENS CHEMICAL CORP., was filed 12/19/1967.

A Certificate of Amendment PIERCE & STEVENS CHEMICAL CORP., changing its name to PIERCE & STEVENS CORP., was filed 07/15/1986.

A Certificate of Amendment PIERCE & STEVENS CORP., changing its name to SOVEREIGN PACKAGING GROUP, INC., was filed 02/15/2002.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 28th day of February
two thousand and two.*

Special Deputy Secretary of State