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CORPORATION(S) NAME

Packaging Service Corporation of Kentucky

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**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:

1. PACKAGING SERVICE CORPORATION OF KENTUCKY

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

3. 61-0576315
(FEI number, if applicable)

4. July 28, 1954
(Date of incorporation)

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

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 1100 West Market Street, Louisville, Kentucky 40201-0429

(Current mailing address)

8. See attached purpose clause
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

D. I. Farber

(Registered agent's signature) (Officer)

D. I. Farber, Assistant Secretary
(Type Name and Title of Officer)

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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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

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Treasurer: _____

Address: _____

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. T.C. Cheong, Assistant Secretary _____
(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
PACKAGING SERVICE CORPORATION OF KENTUCKY**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Florida.

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**OFFICERS & DIRECTORS
OF
PACKAGING SERVICE CORPORATION OF KENTUCY**

Philip E. Kamins 12243 Branford Street Sun Valley, CA 91352	Director	Chairman and Chief Executive Officer
D. R. Thacker 1100 West Market Street Louisville, KY 40201	Director	President
T.C. Cheong 12243 Branford Street Sun Valley, CA 91352	Director	Chief Financial Officer and Assistant Secretary
Lori M. Johnson 12243 Branford Street Sun Valley, CA 91352	Director	Secretary, Vice President, and Treasurer
Christopher Hart 1100 West Market Street Louisville, KY 40201		Assistant Chief Financial Officer
Larry Potts 1100 West Market Street Louisville, KY 40201		Vice President
Ron McEntire 1100 West Market Street Louisville, KY 40201		Vice President
Carl Hammond 1100 West Market Street Louisville, KY 40201		Vice President
Peter Gamboa 12243 Branford Street Sun Valley, CA 91352		Assistant Treasurer

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John Y. Brown III
Secretary of State

Certificate of Existence

I, JOHN Y. BROWN III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

PACKAGING SERVICE CORPORATION OF KENTUCKY

is a corporation duly organized and existing under KRS Chapter 271B, whose date of incorporation is July 28, 1954 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 271B.16-220 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 29th day of September, 1998.

John Y. Brown, III
JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky

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