

F99000003392



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 282560 4312873

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyjot

ORDER DATE : June 22, 1999

ORDER TIME : 1:17 PM

ORDER NO. : 282560-015

000002919960--1

CUSTOMER NO: 4312873

CUSTOMER: Ms. Sue Vigeland
Robinson, Bradshaw & Hinson,
101 N. Tryon St.
Suite 1900
Charlotte, NC 28246

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 30 PM 2:05

RECEIVED

99 JUN 30 PM 1:38

STATE
CORPORATIONS
DIVISION
ALABAMA

FOREIGN FILINGS

NAME: CARAUSTAR PACKAGING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

AL JUN 30 1999

**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. Caraustar Packaging, 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. Delaware
(State or country under the law of which it is incorporated)

3. 58-2467838
(FEI number, if applicable)

4. 5-13-99
(Date of incorporation)

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

6. Upon filing of this application
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3100 Washington Street
Austell, Georgia 30106
(Current mailing address)

8. Manufacture of paperboard and folding cartons and businesses incidental thereto
(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: CORPORATION SERVICE COMPANY

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 30 PM 2:05

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.

Deborah W. Skipper as agent
(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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

See attached Exhibit A

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached Exhibit A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached Exhibit A

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 30 PM 2:05

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. _____

H. Lee Thrash, III, Vice President

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

Exhibit A
Officers and Directors of Carastar Packaging, Inc.

<u>Officers</u>	<u>Name</u>	<u>Business Address</u>
President	James I. Walden	3100 Washington St. Austell, Georgia 30106
Vice President	H. Lee Thrash, III	3100 Washington St. Austell, Georgia 30106
Secretary and Treasurer	Michael Pellicci	3100 Washington St. Austell, Georgia 30106
Directors	H. Lee Thrash, III	3100 Washington St. Austell, Georgia 30106
	James L. Walden	3100 Washington St. Austell, Georgia 30106

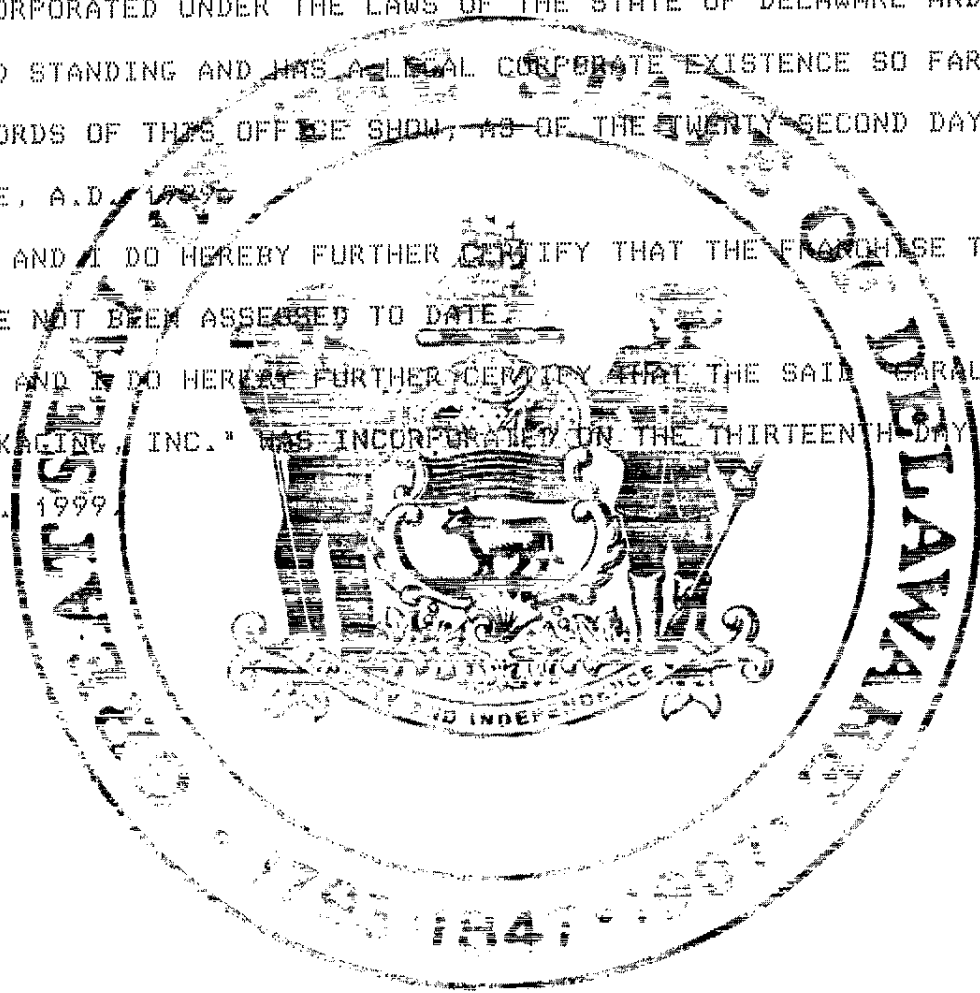
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 30 PM 2:05

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARAUSTAR PACKAGING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CARAUSTAR PACKAGING, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF MAY, A.D. 1999.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 30 PM 2:05



Edward J. Freel

Edward J. Freel, Secretary of State

3042730 8300

991250914

AUTHENTICATION:

9819100

DATE:

06-22-99