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Feb 05 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P14309 (9)

1. Corporation Name
STONE CONTAINER CORPORATION

Principal Place of Business
C/O BEV HARPOLD - LEGAL
150 N. MICHIGAN AVE.
CHICAGO IL 60601-4508

Mailing Address
C/O BEV HARPOLD - LEGAL
150 N. MICHIGAN AVE.
CHICAGO IL 60601-7524



3. Date Incorporated or Qualified 05/05/1987
3a. Date of Last Report 03/25/1996

2. Principal Place of Business	2a. Mailing Address	4. FEI Number	Applied For
21	26	36-2041256	Not Applicable
Suite, Apt. #, etc.	Suite, Apt. #, etc.	5. Certificate of Status Desired	\$8.75 Additional Fee Required
22	27		
City & State	City & State	6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
23	28		
Zip	Zip	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	Yes No
24	29		
Country	Country		
25	30		

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 _____
(Signature, typed or printed name of registered agent and for, if applicable. (NOTE: Registered Agent signature required when reinstating.) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	
NAME	STONE, ROGER W. (CEO)	1.2 NAME	
STREET ADDRESS	150 N. MICHIGAN AVENUE	1.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	1.4 CITY - ST - ZIP	
TITLE	V	2.1 TITLE	
NAME	READ, RANDOLPH D.	2.2 NAME	
STREET ADDRESS	150 N. MICHIGAN AVENUE	2.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	2.4 CITY - ST - ZIP	
TITLE	VP	3.1 TITLE	
NAME	JONES, GORDON	3.2 NAME	
STREET ADDRESS	150 N. MICHIGAN AVENUE	3.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	3.4 CITY - ST - ZIP	
TITLE	V	4.1 TITLE	
NAME	LEDERER, LESLIE T.	4.2 NAME	
STREET ADDRESS	150 N. MICHIGAN AVENUE	4.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	4.4 CITY - ST - ZIP	
TITLE	V	5.1 TITLE	
NAME	WRIGHT, HAROLD D.	5.2 NAME	
STREET ADDRESS	150 N. MICHIGAN AVENUE	5.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	5.4 CITY - ST - ZIP	
TITLE	VPT	6.1 TITLE	
NAME	WHEELER, MICHAEL B	6.2 NAME	
STREET ADDRESS	150 N. MICHIGAN AVENUE	6.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/30/97 312/580-4852

Date Daytime Phone #

CR2E034 (9/96)