Electronic Version v1.1

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SUBMISSION TYPE:		NEW ASSIGNMENT				
NATURE OF CONVEYANCE:		MERGER				
EFFECTIVE DATE:		11/01/2004	11/01/2004			
CONVEYING PARTY DATA						
		Name	Execution Date			
Stone Container Corp	oration		11/01/2004			
RECEIVING PARTY DATA						
Name:	Smurfit-Stone Container Enterprises, Inc.					
Street Address:	150 North Michigan Avenue					
City:	Chicago					
State/Country:	ILLINOIS					
Postal Code: 60601						
PROPERTY NUMBER	S Total: 1					
Property Type		Ν	umber			
Application Number: 10082		0082642	umber			
			CORRESPONDENCE DATA Fax Number: (314)612-2263			
CORRESPONDENCE	DATA					
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PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"JEFFERSON SMURFIT CORPORATION (U.S.)", A DELAWARE CORPORATION,

WITH AND INTO "STONE CONTAINER CORPORATION" UNDER THE NAME OF "SMURFIT-STONE CONTAINER ENTERPRISES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF NOVEMBER. A.D. 2004, AT 1:40 O'CLOCK P.M.



050073787

Harriet Smith Mindson

Harriet Smith Windsor, Secretary of State AUTHENTICATION: 3648987

DATE: 01-28-05

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State of Delaware Secretary of State Division of Corporations Delivered 01:25 PM 11/01/2004 FILED 01:40 PM 11/01/2004 SRV 040786264 - 2123437 FILE

CERTIFICATE OF MERGER MERGING JEFFERSON SMURFIT CORPORATION (U.S.). INTO STONE CONTAINER CORPORATION

Pursuant to Section 251 of the General Corporation Law of the State of Delaware

STONE CONTAINER CORPORATION, a corporation formed under the laws of

the State of Delaware, DOES HEREBY CERTIFY as follows:

FIRST, that the name and state of incorporation of each of the constituent

corporations of the merger is as follows:

STONE CONTAINER CORPORATION, a Delaware corporation

JEFFERSON SMURFIT CORPORATION (U.S.), a Delaware corporation

SECOND, that an agreement of merger between the parties to the merger has

been approved, adopted, certified, executed and acknowledged by each of the constituent

corporations in accordance with the requirements of section 251 of the General

Corporation Law of Delaware.

THIRD, that the name of the surviving corporation of the merger is STONE

CONTAINER CORPORATION, which shall therewith be changed to SMURFIT-

STONE CONTAINER ENTERPRISES, INC.

FOURTH, that Article I of the Restated Certificate of Incorporation of STONE

CONTAINER CORPORATION, the surviving corporation, shall be amended as follows:

"First, the name of the corporation is Smurfit-Stone Container Enterprises, Inc."

CH1:1437337.3

FIFTH, that the executed agreement of merger is on file at an office of the surviving corporation, the address of which is 150 North Michigan Avenue, Chicago, Illinois 60601-7568.

SIXTH, that a copy of the agreement of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH, that this Certificate of Merger shall be effective immediately upon its filing on November _____, 2004.

IN WITNESS WHEREOF, said STONE CONTAINER CORPORATION has caused this Certificate of Merger to be executed by its officers thereunto duly authorized this 1 St day of November, 2004.

STONE CONTAINER CORPORATION

Name: ______ CHARLES A. HINRICHS

CHL1437337.3

RECORDED: 04/19/2005