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File Number

5253 663
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933 07579



Property of Cook County Clerks Office

Whereas, APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF SWEETHEART CUP COMPANY INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

933 07579

Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and seal to be affixed the Great Seal of the State of Illinois.

at the City of Springfield, this 25th day of JANUARY AD 1990 and of the Independence of the United States the two hundred and 14th.

Jim Edgar
SECRETARY OF STATE

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BCA-13.40 (Rev. Jul. 1984)

File #

JIM EDGAR
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	1-25-90
License Fee	\$
Franchise Tax	\$
Filing Fee	\$ 45.00
Penalties	\$
Clerk	JED

Submit in Duplicate

Remit payment in Check or Money Order, payable to "Secretary of State".

DO NOT SEND CASH!

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Illinois and submits the following statement.

1. The name of the corporation is FORT HOWARD CUP CORPORATION

and, if a change of name is being reported, the new corporate name is _____

SWEETHEART CUP COMPANY INC.

2. State or Country of Incorporation Delaware; Date of Incorporation 8/19/81; Period of Duration perpetual

3. The address of its principal office, wherever located, is _____

and the address of its principal office in Illinois is _____

7575 So. Kothner Avenue, Chicago, IL 60653

4. The name and address of its registered agent and its registered office are:

Registered Agent United States Corporation Company of Illinois
First Name Middle Name Last Name

Registered Office 33 North LaSalle Street
Number Street Suite # (A P.O. box alone is not acceptable)
Chicago, IL 60602
City Zip Code Cook County

5. The states and countries in which it is admitted or qualified to transact business are:
qualified in all 50 states

6. The names and residential addresses of its officers and directors are: See attached

	No. & Street	City	State	Zip
President				
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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Form BCA-13.40

File No. _____

**APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS**

Filing Fee \$25

NOTE: If a certified copy of an amendment is attached hereto, such has an additional \$25 fee.

FILED

JAN 25 1990

JIM EDGAR
Secretary of State

RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone 217 - 782-6961

C-196

Property of Secretary of State
Dated JAN. 11, 1990

attested by _____
(Signature of Secretary of State)
Harry F. Gealt, Secretary
(Type or Print Name and Title)

by _____
(Signature of Corporation President)
Gerald O. Peterson, Vice President
(Type or Print Name and Title)

SECRETARY CUP COMPANY, INC.
(Name of Corporation)

The undersigned corporation has caused this application to be signed in its name by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

10. This application is accompanied by a copy of the articles of amendment to the articles of incorporation, if any, as evidence of any change of name, duration or purpose reported herein, such copy being duly authenticated by the proper officer of the State or Country wherein the corporation is incorporated, which certification is not more than ninety (90) days old.

9. The amount of paid-in capital* is \$ 137,239.105. **Paid-in Capital* replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.*

*A declaration as to a "par value" is optional, unless the articles of incorporation make a declaration. When no reference to par value is desired, indicate "n/a".

Class	*Par Value	Number of Shares Authorized	Number of Shares Issued
Common	\$.05	1,000	1,000

8. The number of shares which it is authorized to issue and which it has issued are:

7. The purpose or purposes for which it is organized and which it proposes to pursue in the transaction of business in this State are:
Manufacture, sale and distribution of paper guns, plates, paper and plastic related products.

If not sufficient space to cover this point, add one or more sheets of this size

62-2370005

Directors:

90-047579

<u>Name</u>	<u>Address</u>
James S. Hoch	330 E.75TH ST.,#23A, New York, NY 10021
D. Greg Horrigan	16 Hemlock Ridge, Weston, CT 06883
Robert H. Niehaus	15 Overdale Road, Rye, NY 10580
Frank V. Sica	3 Westway, Bronxville, NY 10708
R. Philip Silver	816 West Road, New Canaan, CT 06840

. DEPT-01 RECORDING \$17.00
 . T#3333 TRAN 7750 01/30/90 11:04:00
 . \$3152 + C *-90-047579
 . COOK COUNTY RECORDER

Officers:

<u>Name</u>	<u>Office</u>	<u>Address</u>
D. Greg Horrigan	Chairman of the Board	16 Hemlock Ridge, Weston, CT 06883
R. Philip Silver	Vice Chairman of the Board	816 West Rd, New Canaan, CT 06840
Philip O'C. White	President	527 Castleview, Barrington, IL 60010
Harley Rankin, Jr.	Vice President, Chief Financial Officer and Treasurer	66 Stanton Road, Darien, CT 06820
Harry F. Geair	Vice President, General Counsel and Secretary	3 Telva Road, Wilton, CT 06897
Charles E. Busse	Vice President	13 Seven Springs, Phoenix, MD 21131
Joseph Erving	Vice President	2065 Fawn Lane, Green Bay, WI 54304
Sanford D. Feldman	Vice President	7 Pomona So.#2, Pikesville, MD 21208
William H. Haas	Vice President	1335 So. Summer Rng, DePere, WI 54115
Richard K. Horneck	Vice President	711 So.Dearborn,#207,Chicago, IL 60605
John R. Icke	Vice President	29 Sala Dr, Richmond Hill,ONT L4C 8C3
Dean P. Jacobson	Vice President	1534 Navajo Ct, Green Bay, WI 54313
Richard D. O'Reilly	Vice President	2649 Seneca Ct, Green Bay, WI 54313
Gerald O. Patterson	Vice President	118 Cntry.Club Rd, Green Bay, WI 54313
James S. Hoch	Vice President and Assistant Secretary	330 E.75th #23A, New York, NY 10021
Robert H. Niehaus	Vice President and Assistant Secretary	15 Overdale Rd, Rye, NY 10580
Harold J. Rodriguez, Jr.	Assistant Treasurer and Assistant Secretary	78 Rock Major, Fairfield, CT 06430
Roger Lindahl	Assistant Treasurer	1296 Finch La., Green Bay, WI 54313
Sharon E. Budds	Assistant Secretary	394 Wakomun Rd, Fairfield, CT 06430

Property of Cook County Clerk's Office

90-047579

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JIM EDGAR
Secretary of State

JAN 25 1999

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State of Delaware



Office of Secretary of State

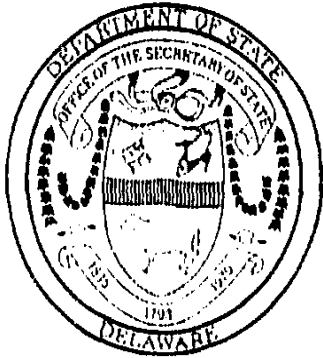
I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF RESTATED CERTIFICATE OF INCORPORATION OF SWEETHEART CUP COMPANY INC. FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 1989, AT 12 O'CLOCK P.M.

|||||

FILED
JAN 25 1990
JOHN B. HARRIS
Secretary of State

Property of Cook County Clerk's Office

90047579



750019301

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: |2502930

DATE: 01/19/1990