

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY
OF
AMERICAN CAN PACKAGING INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of _____

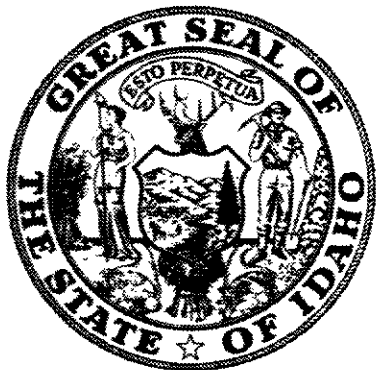
_____ for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Authority to _____

_____ AMERICAN CAN PACKAGING INC.
to transact business in this State under the name _____

_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated June 15, 1987



Pete T. Cenarrusa
SECRETARY OF STATE

Sandra Mathews
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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SEC. OF STATE
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To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is AMERICAN CAN PACKAGING INC.

2. The name which it shall use in Idaho is AMERICAN CAN PACKAGING INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is April 30, 1987 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o THE CORPORATION TRUST COMPANY, 1209 Orange Street, Corporation Trust Center, Wilmington, Delaware 19801

6. The address to which correspondence should be addressed, if different from that in item 5. N/A

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity for which corporations may be qualified.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>J.A. Barbera</u>	<u>President/Dir.</u>	<u>34 Ramblewood Dr., Wilmington, DE 19810</u> <u>904 Newport Pike,</u>
<u>A.M. Horne</u>	<u>VP, Treas., Asst. Secy. & Dir.</u>	<u>Wilmington, DE 19804</u> <u>Box 247, Rt 9</u>
<u>A.D. Atwell</u>	<u>VP, Secy., Asst. Treas. & Dir.</u>	<u>Odessa, DE 19730</u>
<u>C.M. Denny</u>	<u>VP & Asst. Secy.</u>	<u>137 Deer Run Rd., Townsend, DE 19734</u>
<u>Kim E. Lutthans</u>	<u>VP & Asst. Secy.</u>	<u>312 Woodside Ave., Wilmington, DE 19809</u>
<u>B.A. Stuewe</u>	<u>Vice President</u>	<u>6210 Catalina, Oak Forest, IL 60452</u>

(continued on reverse)

Name	Office	Address
Donna S. Steck	Asst. Secretary	15127 Hamlin, Midlothian, IL 60445
Edward Gaisdala	Vice President	134 Pendleton Pl., Old Bridge, NJ 08857
Mary Ann Dockery	Asst. Secretary	549 80th St., Brooklyn NY 11209

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: May 18, 1987

AMERICAN CAN PACKAGING INC.

(Corporation Name)

By B.A. Stuewe
 Its ~~President~~ Vice President (please specify)
 and B.A. Stuewe
 Its ~~Secretary~~ Assistant Secretary (please specify)

STATE OF Illinois
 COUNTY OF Cook

) Donna S. Steck
) ss:
)

I, Don L. Butler, a notary public, do hereby certify that on this 18 day of May, 19 87, personally appeared before me B.A. Stuewe, who being by me first duly sworn, declared that (s)he is the Vice President of AMERICAN CAN PACKAGING INC.

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Don L. Butler
 Don L. Butler Notary Public
 My Commission Expires Nov. 5, 1989



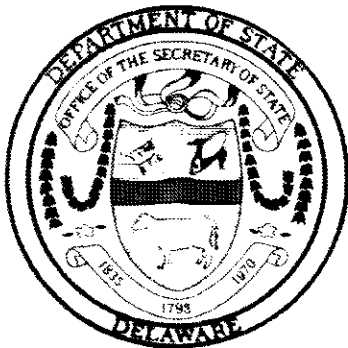
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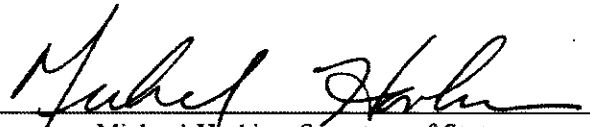
Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY AMERICAN CAN 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 DATE SHOWN BELOW.

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Michael Harkins, Secretary of State

AUTHENTICATION: ;1220084

DATE: 05/01/1987