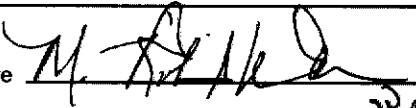
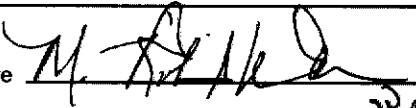
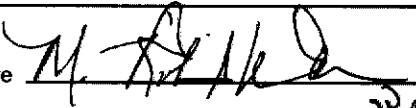


No. §101278	Annual Report Form <i>Due No Later Than November 30,</i> 1997		2. Registered Agent and Office NOT A P.O. BOX													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1. Mailing Address - Please Correct, If Not Correct INLAND PAPERBOARD AND PACKAG 303 S TEMPLE DR C/O TEMPLE-INLAND INC. DIBOLL TX 75941		CT CORPORATION SYSTEM 300 N 6TH ST BOISE ID 83701 3. Organized Under the Laws of: DE C101278													
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of ☐ Managers or ☐ Members (check one) <table border="0" style="width:100%"> <tr> <td style="text-align:center"><u>Office held</u></td> <td style="text-align:center"><u>Name</u></td> <td style="text-align:center"><u>Street or P.O. Address</u></td> <td style="text-align:center"><u>City</u></td> <td style="text-align:center"><u>State</u></td> <td style="text-align:center"><u>Zip</u></td> </tr> <tr> <td colspan="6" style="text-align:center">SEE ATTACHED LIST</td> </tr> </table>					<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	SEE ATTACHED LIST					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>											
SEE ATTACHED LIST																
5.		6. <table border="0" style="width:100%"> <tr> <td style="width:60%"> Signature  </td> <td style="width:40%"> Date <u>11-17-97</u> </td> </tr> <tr> <td> Name (Typed or Printed) <u>M. Richard Warner</u> </td> <td> Title <u>Vice President</u> </td> </tr> </table>			Signature 	Date <u>11-17-97</u>	Name (Typed or Printed) <u>M. Richard Warner</u>	Title <u>Vice President</u>								
Signature 	Date <u>11-17-97</u>															
Name (Typed or Printed) <u>M. Richard Warner</u>	Title <u>Vice President</u>															

ISSUED: 07-04-1997



DO NOT TAPE OR STAPLE



4248

LIST OF OFFICERS AND DIRECTORS

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
<u>OFFICERS - CORPORATE:</u>		
COB & CEO	William B. Howes	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Sr. VP - Paperboard Sales & Bus. Develop.	Bart J. Doney	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Sr. VP - Technology	Richard L. Ellis	303 S. Temple Drive Diboll, TX 75941
Sr. Vp - Strategic Serv.	James C. Foxworthy	4030 Vincennes Rd. Indianapolis, IN 46268-0937
VP - MIS & Strategic Planning	Fred G. Fly	4030 Vincennes Rd. Indianapolis, IN 46268-0937
VP - General Counsel & Asst. Sec.	Steven L. Householder	4030 Vincennes Rd. Indianapolis, IN 46268-0937
VP- Procurement & Transportation	Robert A. Lindemann	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Vice President	John L. Moore	4030 Vincennes Rd. Indianapolis, IN 46268-0937
VP - Communicatons	Donna L. Reynolds	4030 Vincennes Rd. Indianapolis, IN 46268-0937
VP-Quality	Richard Surber	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Vice President	Jack C. Sweeny	4030 Vincennes Rd. Indianapolis, IN 46268-0937
VP - Treasurer & Controller	Joseph E. Tomlinson	4030 Vincennes Rd. Indianapolis, IN 46268-0937
VP & Secretary	M. Richard Warner	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Asst VP- Human Res., Planning & Develop	Donald W. Armstrong	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Asst. VP & Asst Sec.	Frank F. Hirschman	303 South Temple Drive Diboll, TX 75941

LIST OF OFFICERS AND DIRECTORS

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
Asst. Secretary	Grant F. Adamson	303 South Temple Drive Diboll, TX 75941
Asst. Secretary	Patricia A. Foley	303 South Temple Drive Diboll, TX 75941
Asst. Treasurer	David W. Turpin	1300 S. Mopac Expressway Austin, TX 78746
<u>CONTAINER DIVISION</u>		
Executive VP	Joseph E. Turk	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. Sr. VP-Specialty Packaging	Bruce J. Grube	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. Sr. VP-Marketing & Planning	Samuel E. MacNulty	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. Sr. VP-Sales & Marketing	Dwight C. Schmidt	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. Sr. VP-Grid Packaging	Dennis J. Vesci	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. Sr. VP-Nat'l Accts. Sales	Charles L. Wilson	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Mfg. Services	C. Russ Bachman, Jr.	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Southern Area	Charles L. Bakitis	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Northern Area	T. Larry Barber	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Food Service	Everett L. Brown	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Western Area	Paul A. Calvert	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Nat'l Specialty Sales	G. David Glover	4030 Vincennes Rd. Indianapolis, IN 46268-0937

LIST OF OFFICERS AND DIRECTORS

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
Div. VP-Central Area	Harold S. King	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Latin America	Birg Mishurda	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Nat'l Acct. Exec.	Charles R. Pope	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div. VP-Nat'l Acct. Exec.	R. Steven Paine	4030 Vincennes Rd. Indianapolis, IN 46268-0937

CONTAINERBOARD DIVISION:

Executive VP	Ted A. Owens	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div VP-Operations	Alec Benson	4030 Vincennes Rd. Indianapolis, IN 46268-0937
Div VP-Operations	Robert E. Stone	4030 Vincennes Rd. Indianapolis, IN 46268-0937

INLAND-ORANGE DIVISION:

Div. VP - Orange Mill Mgr.	David L. Kosboth	Old Highway 87 North Orange, TX 77630-2500
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INLAND-ROME DIVISION:

Div. VP - Rome Mill Mgr.	Donald F. Jones	216 Mays Bridge Rd., SW Rome, GA 30163-2901
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INVESTMENT COMMITTEE:

(Pension Plans)	David H. Dolben	303 S. Temple Drive Diboll, TX 75941
	Clifford J. Grum	303 S. Temple Drive Diboll, TX 75941
	Kenneth M. Jastrow II	1300 S. Mopac Expressway Austin, TX 78746
	Joseph E. Tomlinson	4030 Vincennes Rd. Indianapolis, IN 46268-0937

LIST OF OFFICERS AND DIRECTORS

TITLE	NAME	ADDRESS
DIRECTORS		
	David H. Dolben	303 S. Temple Drive Diboll, TX 75941
	Kenneth M. Jastrow II	303 S. Temple Drive Diboll, TX 75941
	Harold C. Maxwell	303 S. Temple Drive Diboll, TX 75941
	Jack C. Sweeny	303 S. Temple Drive Diboll, TX 75941
	M. Richard Warner	303 S. Temple Drive Diboll, TX 75941
	William B. Howes	4030 Vincennes Rd. Indianapolis IN 46268
	Clifford J. Grum	303 S. Temple Drive Diboll, TX 75941