

State of Idaho

Department of State

AMENDED CERTIFICATE OF AUTHORITY
OF

RIVERWOOD INTERNATIONAL CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of RIVERWOOD INTERNATIONAL CORPORATION for an Amended 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 Amended Certificate of Authority to RIVERWOOD INTERNATIONAL USA, INC. to transact business in this State under the name RIVERWOOD INTERNATIONAL USA, INC. and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: April 6, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By _____

Pat Richards

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on August 7

19 91, authorizing it to transact business in the State of Idaho under the name of

~~Riverwood~~ International Corporation

2. Its corporate name has been changed to Riverwood International USA, Inc.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is

Riverwood International USA, Inc.

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated March 23, 19 92

By W. I. Morrow, Executive Vice President
Its President

And B. H. Chastain, Assistant Secretary
Its Secretary

STATE OF Colorado)
COUNTY OF Denver) ss:

I, Marie J. Dorscheid, a notary public, do hereby certify that on this 23rd day of March, 19 92, personally appeared

(continued on reverse)

before me W. I. Morrow, who being by me first duly sworn,
declared that he is the Executive Vice President
of Riverwood International
Corporation

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

Marie J. Doroschuk

Notary Public

My Commission Expires
June 22, 1994

State of Delaware



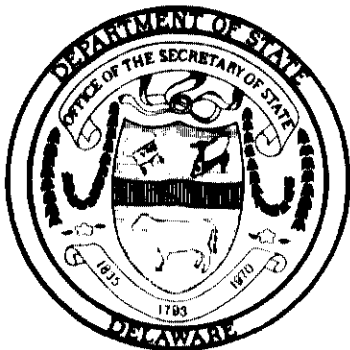
RECEIVED
SEC. OF STATE

92 APR 6 AM 11 27

Office of Secretary of State

I, MICHAEL RATCHFORD, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "RIVERWOOD INTERNATIONAL CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS CORPORATE TITLE TO "RIVERWOOD INTERNATIONAL USA, INC.", ON THE TWENTY-FIFTH DAY OF MARCH, A.D. 1992, AT 1:45 O'CLOCK P.M.

* * * * *



732085020

Michael Ratchford, Secretary of State

AUTHENTICATION: *3393573

DATE: 03/25/1992