

STECKO PAUL T
Form 4
July 28, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
STECKO PAUL T

2. Issuer Name and Ticker or Trading Symbol
PACKAGING CORP OF AMERICA [PKG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1900 WEST FIELD COURT
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/24/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

LAKE FOREST, IL 60045

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/24/2008		S		1,000 D \$ 25.63	269,100	D
Common Stock	07/24/2008		S		100 D \$ 25.635	269,000	D
Common Stock	07/24/2008		S		700 D \$ 25.64	268,300	D
Common Stock	07/24/2008		S		600 D \$ 25.645	267,700	D
Common Stock	07/24/2008		S		800 D \$ 25.65	266,900	D

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Common Stock	07/24/2008	S	400	D	\$ 25.655	266,500	D
Common Stock	07/24/2008	S	400	D	\$ 25.66	266,100	D
Common Stock	07/24/2008	S	100	D	\$ 25.675	266,000	D
Common Stock	07/24/2008	S	700	D	\$ 25.68	265,300	D
Common Stock	07/24/2008	S	1,200	D	\$ 25.685	264,100	D
Common Stock	07/24/2008	S	500	D	\$ 25.695	263,600	D
Common Stock	07/24/2008	S	500	D	\$ 25.7	263,100	D
Common Stock	07/24/2008	S	200	D	\$ 25.71	262,900	D
Common Stock	07/24/2008	S	1,100	D	\$ 25.735	261,800	D
Common Stock	07/24/2008	S	900	D	\$ 25.74	260,900	D
Common Stock	07/24/2008	S	600	D	\$ 25.745	260,300	D
Common Stock	07/24/2008	S	300	D	\$ 25.75	260,000	D
Common Stock	07/24/2008	S	300	D	\$ 25.755	259,700	D
Common Stock	07/24/2008	S	600	D	\$ 25.77	259,100	D
Common Stock	07/24/2008	S	100	D	\$ 25.86	259,000	D
Common Stock	07/24/2008	S	200	D	\$ 25.87	258,800	D
Common Stock	07/24/2008	S	400	D	\$ 25.88	258,400	D
Common Stock						60,000	I
Common Stock						4,433	I

By Paul T.
Stecko
Dynastic
Trust

by 401(k)
plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

