

B1 (Official Form 1)(1/08)

**United States Bankruptcy Court  
Northern District of Illinois**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>Sun Container, Inc.</b>	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>37-1187684</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>515 South First Street Mount Vernon, IL</b> <div style="text-align: right; margin-top: 5px;">                     ZIP Code  <b>62864</b> </div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; margin-top: 5px;">                     ZIP Code                 </div>
County of Residence or of the Principal Place of Business: <b>Jefferson</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">                     ZIP Code                 </div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">                     ZIP Code                 </div>

Location of Principal Assets of Business Debtor (if different from street address above):

<b>Type of Debtor</b> (Form of Organization) (Check one box)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <hr/> <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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<b>Filing Fee</b> (Check one box)  <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.  Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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**Statistical/Administrative Information**

Debtor estimates that funds will be available for distribution to unsecured creditors.  
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

**Estimated Number of Creditors**

<input type="checkbox"/> 1-49	<input checked="" type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
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**Estimated Assets**

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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**Estimated Liabilities**

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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THIS SPACE IS FOR COURT USE ONLY

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): <b>Sun Container, Inc.</b>
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**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor: <b>See Attachment</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p><b>X</b> _____ Signature of Attorney for Debtor(s) (Date)</p>
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**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

<p><b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): <b>Sun Container, Inc.</b></p>
<b>Signatures</b>	
<p><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> _____ Signature of Debtor</p> <p><input checked="" type="checkbox"/> _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p><input checked="" type="checkbox"/> _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p><b>Signature of Attorney*</b></p> <p><input checked="" type="checkbox"/> /s/ Sven T. Nylén _____ Signature of Attorney for Debtor(s) <b>Sven T. Nylén</b> _____ Printed Name of Attorney for Debtor(s)</p> <p><b>K&amp;L Gates LLP</b> _____ Firm Name</p> <p><b>Three First National Plaza</b> <b>70 W. Madison St., Suite 3100</b> <b>Chicago, IL 60602</b> _____ Address</p> <p><b>312-372-1121</b> _____ Telephone Number</p> <p><b>July 9, 2009</b> _____ Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: 1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; 2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p><input checked="" type="checkbox"/> _____ Date</p> <p>_____ Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>
<p><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> <b>Denise Wilson</b> _____ Signature of Authorized Individual</p> <p><b>Denise Wilson</b> _____ Printed Name of Authorized Individual</p> <p><b>Secretary Treasurer</b> _____ Title of Authorized Individual</p> <p><b>July 9, 2009</b> _____ Date</p>	

In re Sun Container, Inc., Case No. \_\_\_\_\_  
Debtor

**FORM 1. VOLUNTARY PETITION**  
**Pending Bankruptcy Cases Filed Attachment**

Name of Debtor / District

**B&N Container, Inc.**

**Sun Boxes, Inc.**

Case No. / Relationship

**Affiliate**

**Affiliate**

Date Filed / Judge

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
Northern District of Illinois**

In re Sun Container, Inc.  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Midwest Sheets / Gateway Sheets Dept. Ch 14227 Palatine, IL 60055	Midwest Sheets / Gateway Sheets Dept. Ch 14227 Palatine, IL 60055	Trade Debt		1,059,240.49
Brian Corrigan c/o Ian P. Cooper Tueth Keeney Cooper Mohan & Jacksta 34 N. Meramec Avenue, Ste. 600 Saint Louis, MO 63105	Brian Corrigan c/o Ian P. Cooper Tueth Keeney Cooper Mohan & Jacksta 34 N. Meramec Avenue, Ste. 600 Saint Louis, MO 63105 (314) 880-3600	Judgment		771,664.23
Flutes Inc. 8254 Zionsville Road Indianapolis, IN 46268	Flutes Inc. 8254 Zionsville Road Indianapolis, IN 46268 (317) 870-6010	Trade Debt		392,598.45
Motorplex, Inc. 4171 Bill Tuck Highway South Boston, VA 24592	Gretchen C. Byrd LeClair Ryan 951 East Byrd Street P.O. Box 2499 Richmond, VA 23219 (804) 783-2003	Lease Claim		313,372.92
Smurfit - Stone Six City Drive Creve Coeur, MO 63141	Smurfit - Stone Six City Place Drive Creve Coeur, MO 63141 (314) 656-5300	Trade Debt		162,354.18
Manpower Inc. 100 Manpower Place Milwaukee, WI 53212	Manpower Inc. 100 Manpower Place Milwaukee, WI 53212 (414) 961-1000	Trade Debt		40,139.40
Wyatt Rawlings III Cpa 2810 Frank Scott Parkway West Suite 700 Belleville, IL 62223	Wyatt Rawlings III Cpa 2810 Frank Scott Parkway West Suite 700 Belleville, IL 62223 (618) 236-1122	Professional Fees		30,473.00

B4 (Official Form 4) (12/07) - Cont.

In re Sun Container, Inc.

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
International Paper Brandi Paul 1002 15th St. South West, Ste. 200 Auburn, WA 98001	International Paper Brandi Paul 1002 15th St. South West, Ste. 200 Auburn, WA 98001	Trade Debt		27,135.28
RMAX 13524 Welch Road Dallas, TX 75244	RMAX Inc. 13524 Welch Rd. Dallas, TX 75244 (972) 387-4500	Trade Debt		18,360.57
Weilmuenster & Wigginton, P.C. 3201 West Main Street Belleville, IL 62226	Weilmuenster & Wigginton, P.C. 3201 West Main Street Belleville, IL 62226 (618) 257-2222	Professional Fees		14,868.07
Xtra Lease 1801 270 Dr. Suite 400 Saint Louis, MO 63146	Xtra Lease 1801 270 Dr. Suite 400 Saint Louis, MO 63146 (314) 579-9300	Trade Debt		12,823.08
Extra Help Inc. 3911 West Ernestine Drive Marion, IL 62959	Extra Help Inc. 3911 West Ernestine Drive Marion, IL 62959 (618) 993-9675	Trade Debt		12,353.67
Pratt Industries 1800C Sarasota Parkway Conyers, GA 30013	Pratt Industries 1800C Sarasota Parkway Conyers, GA 30013 (770) 918-5678	Trade Debt		8,701.20
The Hartford Financial Services One Hartford Plaza Hartford, CT 06155	The Hartford Financial Services One Hartford Plaza Hartford, CT 06155 (860) 547-5000	Trade Debt		7,910.34
Jefferson County Comp Services Rt. 37 North P.O. Box 428 Mount Vernon, IL 62864	Jefferson County Comp Services Rt. 37 North P.O. Box 428 Mount Vernon, IL 62864			6,063.48
Georgia Pacific Corporation 133 Peachtree Street, N.E. Atlanta, GA 30303	Georgia Pacific Corporation 133 Peachtree Street, N.E. Atlanta, GA 30303 (404) 652-4000	Trade Debt		6,045.95
Multicorr Corporation 5800 Cane Run Road Louisville, KY 40258	Multicorr Corporation 5800 Cane Run Road Louisville, KY 40258 (502) 935-1000	Trade Debt		5,803.08
Midwest Graphics, Inc. 5550 Elmwood Court Indianapolis, IN 46203	Midwest Graphics, Inc. 5550 Elmwood Court Indianapolis, IN 46203	Trade Debt		4,150.00

B4 (Official Form 4) (12/07) - Cont.

In re Sun Container, Inc.  
 Debtor(s)

Case No. \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
 (Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Midwest Steel Rule Cutting Die 5570 Elmwood Court Indianapolis, IN 46203	Midwest Steel Rule Cutting Die 5570 Elmwood Court Indianapolis, IN 46203 (317) 780-2770	Trade Debt		4,086.00
Graphic Sciences Inc. 7515 NE Ambassador Pl. #L Portland, OR 97220	Graphic Sciences Inc. 7515 NE Ambassador Pl #L Portland, OR 97220 (503) 460-0203	Trade Debt		3,575.94

B4 (Official Form 4) (12/07)

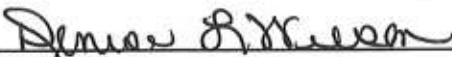
**United States Bankruptcy Court  
Northern District of Illinois**

In re Sun Container, Inc. Debtor(s) Case No. \_\_\_\_\_ Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS  
DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Secretary Treasurer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date July 9, 2009

Signature   
Denise Wilson  
Secretary Treasurer

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.



**RESOLUTION OF BOARD OF DIRECTORS  
OF SUN CONTAINER, INC.**

As of this 9th day of July, 2009, the members constituting a majority of the votes of a quorum of the board of directors (the "*Board of Directors*") of Sun Container, Inc., an Illinois corporation (the "*Corporation*"), took the following actions and adopted the following resolutions:

WHEREAS, the Board of Directors reviewed and considered the materials presented by the management and the financial and legal advisors of the Corporation regarding the liabilities and liquidity situation of the Corporation, the strategic alternatives available to it, and the impact of the foregoing on the Corporation's businesses; and

WHEREAS, the Board of Directors has had the opportunity to consult with the management and the financial and legal advisors of the Corporation and fully consider each of the strategic alternatives available to the Corporation;

**I. Voluntary Petition Under the Provisions of Chapter 11 of Title 11 of the United States Code**

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Board of Directors, it is desirable and in the best interests of the Corporation, its creditors, and other parties in interest, that the Corporation file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of title 11 of the United States Code (the "*Bankruptcy Code*"); and

RESOLVED FURTHER, that the officers of the Corporation be, and they hereby are, authorized to execute and file on behalf of the Corporation all petitions, schedules, lists, and other papers or documents and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Corporation's business; and

RESOLVED FURTHER, that the officers of the Corporation be, and they hereby are, authorized and directed to employ the law firm of K&L Gates LLP as general bankruptcy counsel to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations, including filing any pleadings; and in connection therewith, the officers of the Corporation are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to

and immediately upon filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of K&L Gates LLP;

**II. Further Actions and Prior Actions**

RESOLVED FURTHER, that the officers of the Corporation be, and hereby are, authorized and empowered, in the name of and on behalf of the Corporation, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such instruments as each, in his/her discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions; and


RESOLVED FURTHER, that all acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Corporation, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified, are hereby in all respects approved and ratified.

\* \* \* \* \*

**CERTIFICATE**

The undersigned, Denise Wilson, Secretary, Sun Container, Inc. (the "*Corporation*"), an Illinois corporation, hereby certifies as follows:

1. I am the duly qualified Secretary of the Corporation and, as such, I am familiar with the facts herein certified and I am duly authorized to certify the same on behalf of the Corporation.
2. Attached hereto is a true, complete, and correct copy of the resolution of the Board of Directors of the Corporation, duly adopted at a properly convened meeting of the Board of Directors on July 9, 2009, by the members constituting a majority of the votes of the quorum of the directors there present, in accordance with the bylaws of the Corporation.
3. Such resolution has not been amended, altered, annulled, rescinded, or revoked and is in full force and effect as of the date hereof. There exists no other subsequent resolution of the Board of Directors of the Corporation relating to the matters set forth in the resolution attached hereto.

  
Denise Wilson  
Secretary