

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>KOWLZAN MARK W</u>  (Last) (First) (Middle) 1900 WEST FIELD COURT  (Street) LAKE FOREST IL 60045  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PACKAGING CORP OF AMERICA [ PKG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP Containerboard</u>
	3. Date of Earliest Transaction (Month/Day/Year) 10/22/2007	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	10/22/2007		S		200	D	\$30.77	227,765	D	
Common Stock	10/22/2007		S		200	D	\$30.76	227,565	D	
Common Stock	10/22/2007		S		2,200	D	\$30.75	225,365	D	
Common Stock	10/22/2007		S		800	D	\$30.73	224,565	D	
Common Stock	10/22/2007		S		2,700	D	\$30.72	221,865	D	
Common Stock	10/22/2007		S		100	D	\$30.71	221,765	D	
Common Stock	10/22/2007		S		2,300	D	\$30.7	219,465	D	
Common Stock	10/22/2007		S		600	D	\$30.69	218,865	D	
Common Stock	10/22/2007		S		100	D	\$30.68	218,765	D	
Common Stock	10/22/2007		S		1,400	D	\$30.67	217,365	D	
Common Stock	10/22/2007		S		1,000	D	\$30.66	216,365	D	
Common Stock	10/22/2007		S		1,900	D	\$30.65	214,465	D	
Common Stock	10/22/2007		S		700	D	\$30.64	213,765	D	
Common Stock	10/22/2007		S		200	D	\$30.63	213,565	D	
Common Stock	10/22/2007		S		100	D	\$30.62	213,465	D	
Common Stock	10/22/2007		S		400	D	\$30.61	213,065	D	
Common Stock	10/22/2007		S		400	D	\$30.6	212,665	D	
Common Stock	10/22/2007		S		900	D	\$30.59	211,765	D	
Common Stock	10/22/2007		S		300	D	\$30.58	211,465	D	
Common Stock	10/22/2007		S		200	D	\$30.57	211,265	D	
Common Stock	10/22/2007		S		3,100	D	\$30.56	208,165	D	
Common Stock	10/22/2007		S		1,000	D	\$30.55	207,165	D	
Common Stock	10/22/2007		S		800	D	\$30.54	206,365	D	
Common Stock	10/22/2007		S		1,100	D	\$30.53	205,265	D	
Common Stock	10/22/2007		S		100	D	\$30.52	205,165	D	
Common Stock	10/22/2007		S		600	D	\$30.51	204,565	D	
Common Stock	10/22/2007		S		15,300	D	\$30.5	189,265	D	
Common Stock	10/22/2007		S		3,400	D	\$30.49	185,865	D	
Common Stock	10/22/2007		S		200	D	\$30.48	185,665	D	

**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								771	I	Through 401(k) plan

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

**Remarks:**

Additional transactions by the Reporting Person on October 22, 2007 are reported separately on two other Forms 4 filed on the date hereof. On that date, Reporting Person sold a total of 110,000 shares of PKG common stock at prices between \$30.15 and \$30.77.

Kent A. Pflederer, attorney in fact      10/24/2007

\*\* Signature of Reporting Person      Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.