

**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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <u>SWEENEY WILLIAM J</u>  (Last) (First) (Middle) <u>1900 WEST FIELD COURT</u>  (Street) <u>LAKE FOREST IL 60045</u>  (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>Exec. VP</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/26/2007</u>	
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	10/26/2007		M		43,000	A	\$19.55	117,000	D	
Common Stock	10/26/2007		M		28,000	A	\$18.36	145,000	D	
Common Stock	10/26/2007		S		300	D	\$30.56	144,700	D	
Common Stock	10/26/2007		S		1,100	D	\$30.55	143,600	D	
Common Stock	10/26/2007		S		2,000	D	\$30.54	141,600	D	
Common Stock	10/26/2007		S		411	D	\$30.535	141,189	D	
Common Stock	10/26/2007		S		1,402	D	\$30.53	139,787	D	
Common Stock	10/26/2007		S		900	D	\$30.525	138,887	D	
Common Stock	10/26/2007		S		9,576	D	\$30.52	129,311	D	
Common Stock	10/26/2007		S		2,200	D	\$30.515	127,111	D	
Common Stock	10/26/2007		S		7,400	D	\$30.51	119,711	D	
Common Stock	10/26/2007		S		2,600	D	\$30.505	117,111	D	
Common Stock	10/26/2007		S		43,111	D	\$30.5	74,000	D	
Common Stock								3,895	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						Title
Option (right to buy)	\$19.55	10/26/2007		M			43,000	(1)	06/12/2012	Common Stock	43,000	\$0	0	D	
Option (right to buy)	\$18.36	10/26/2007		M			28,000	(1)	06/20/2013	Common Stock	28,000	\$0	0	D	

**Explanation of Responses:**

1. This option was fully vested.

Kent A. Pflederer, attorney in fact

10/29/2007

\*\* Signature of Reporting Person

Date

\* 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.**