

**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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<b>1. Name and Address of Reporting Person*</b> <u>WEST RICHARD B</u>  (Last) (First) (Middle) <u>C/O PACKING CORP OF AMERICA</u> <u>1900 WEST FIELD COURT</u>  (Street) <u>LAKE FOREST IL 60045</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>PACKAGING CORP OF AMERICA [ PKG ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Sr. VP and CFO
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>05/08/2006</u>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	05/08/2006		s		300	D	\$22.55	102,220	D	
Common Stock	05/08/2006		s		1,300	D	\$22.56	100,920	D	
Common Stock	05/08/2006		s		1,800	D	\$22.57	99,120	D	
Common Stock	05/08/2006		s		3,400	D	\$22.58	95,720	D	
Common Stock	05/08/2006		s		1,800	D	\$22.59	93,920	D	
Common Stock	05/08/2006		s		2,500	D	\$22.6	91,420	D	
Common Stock	05/08/2006		s		6,400	D	\$22.61	85,020	D	
Common Stock	05/08/2006		s		2,300	D	\$22.62	82,720	D	
Common Stock	05/08/2006		s		2,500	D	\$22.63	80,220	D	
Common Stock	05/08/2006		s		1,800	D	\$22.64	78,420	D	
Common Stock	05/08/2006		s		900	D	\$22.65	77,520	D	
Common Stock	05/09/2006		s		1,700	D	\$22.52	75,820	D	
Common Stock	05/09/2006		s		1,800	D	\$22.53	74,020	D	
Common Stock	05/09/2006		s		2,500	D	\$22.54	71,520	D	
Common Stock	05/09/2006		s		5,200	D	\$22.55	66,320	D	
Common Stock	05/09/2006		s		2,700	D	\$22.56	63,620	D	
Common Stock	05/09/2006		s		3,000	D	\$22.57	60,620	D	
Common Stock	05/09/2006		s		3,300	D	\$22.58	57,320	D	
Common Stock	05/09/2006		s		3,000	D	\$22.59	54,320	D	
Common Stock	05/09/2006		s		400	D	\$22.6	53,920	D	
Common Stock	05/09/2006		s		400	D	\$22.63	53,520	D	
Common Stock	05/09/2006		s		600	D	\$22.64	52,920	D	
Common Stock	05/09/2006		s		400	D	\$22.65	52,520	D	
Common Stock								2,758	I <sup>(1)</sup>	By 401(k) plan

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

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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 (e.g., puts/calls) (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 Underlying 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)
<b>Explanation of Responses:</b> 1. As of December 31, 2005, the reporting person held 2,758 shares of PKG common stock under the PKG 401(k) plan.											
							/s/Richard B. West		05/10/2006		
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.

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