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**KENNEDY COVINGTON LOBDELL & HICKMAN, L.L.P.**  
ATTORNEYS AT LAW

U.S. DEPT. OF LABOR  
PUBLIC DISCLOSURE

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June 6, 2000

**VIA CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

Top Hat Plan Exemption  
Pension and Welfare Benefits Administration  
Room N-5644  
U.S. Department of Labor  
200 Constitution Avenue N.W.  
Washington, D.C. 20210

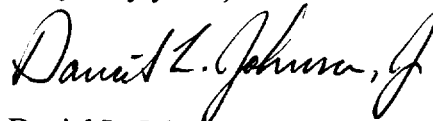
In re: Rexam Inc.  
Our File No. 06895-026

Dear Sir or Madam:

On behalf of Rexam Cartons Inc. (EIN 66-0442252), enclosed is a Declaration of Plan Maintained for a Select Group of Management or Highly Compensated Employees under Department of Labor Regulation §2520.104-23.

If any further information is needed, please contact me.

Very truly yours,



Daniel L. Johnson, Jr.  
For the Firm

DLJ/dam  
Enclosure  
cc: Ms. Charlotte J. Vincini (w/ enclosure)

**DECLARATION OF PLAN MAINTAINED BY REXAM CARTONS INC.  
FOR A SELECT GROUP OF MANAGEMENT  
OR HIGHLY COMPENSATED EMPLOYEES**

The undersigned administrator of the unfunded pension plan listed in Paragraph 3 below (referred to herein as the "Plan"), hereby makes the following declaration pursuant to the Department of Labor Regulation § 2520.104-23:

1. The name, address and employer identification number of the employer sponsoring the Plan is:

REXAM CARTONS INC.  
4201 Congress Street, Suite 340  
Charlotte, North Carolina 28247  
EIN: 06-0442252

2. The sponsor maintains the Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

3. The sponsor maintains one (1) such plan and the name of the Plan and number of participants in it is:

<u>Name of Plan</u>	<u>Number of Participants</u>
Rexam Cartons Inc. Supplemental Retirement Plan	1

IN WITNESS WHEREOF, the undersigned administrator of the Plan has caused this Declaration to be executed by its duly authorized representative as of the 31st day of May, 2000.

REXAM CARTONS INC.

By: Frank C Brown  
Name: FRANK C BROWN  
Title: VICE PRESIDENT

Postage will be paid by addressee  
the right of the return address

**CERTIFIED**

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**MAIL**



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**First Class Mail**

**KENNEDY COVINGTON  
LOBDELL & HICKMAN, L.L.P.**

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SUITE 4200  
100 NORTH TRYON STREET  
CHARLOTTE, NORTH CAROLINA 28202-4006

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