

STECKO PAUL T
Form 4
July 26, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
STECKO PAUL T

2. Issuer Name and Ticker or Trading Symbol
PACKAGING CORP OF AMERICA [PKG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1900 WEST FIELD COURT
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/23/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
Exec Chairman

LAKE FOREST, IL 60045

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	07/23/2010		S	100 D \$ 24.08	21,650	D	
Common Stock	07/23/2010		S	100 D \$ 24.1	21,550	D	
Common Stock	07/23/2010		S	200 D \$ 24.11	21,350	D	
Common Stock	07/23/2010		S	100 D \$ 24.12	21,250	D	
Common Stock	07/23/2010		S	300 D \$ 24.15	20,950	D	

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Common Stock	07/23/2010	S	200	D	\$ 24.19	20,750	D
Common Stock	07/23/2010	S	200	D	\$ 24.21	20,550	D
Common Stock	07/23/2010	S	100	D	\$ 24.22	20,450	D
Common Stock	07/23/2010	S	200	D	\$ 24.24	20,250	D
Common Stock	07/23/2010	S	600	D	\$ 24.25	19,650	D
Common Stock	07/23/2010	S	1,250	D	\$ 24.26	18,400	D
Common Stock	07/23/2010	S	300	D	\$ 24.27	18,100	D
Common Stock	07/23/2010	S	100	D	\$ 24.28	18,000	D
Common Stock	07/23/2010	S	500	D	\$ 24.29	17,500	D
Common Stock	07/23/2010	S	700	D	\$ 24.3	16,800	D
Common Stock	07/23/2010	S	200	D	\$ 24.31	16,600	D
Common Stock	07/23/2010	S	300	D	\$ 24.33	16,300	D
Common Stock	07/23/2010	S	2,600	D	\$ 24.34	13,700	D
Common Stock	07/23/2010	S	100	D	\$ 24.36	13,600	D
Common Stock	07/23/2010	S	200	D	\$ 24.37	13,400	D
Common Stock	07/23/2010	S	400	D	\$ 24.38	13,000	D
Common Stock	07/23/2010	S	200	D	\$ 24.39	12,800	D
Common Stock	07/23/2010	S	800	D	\$ 24.4	12,000	D
Common Stock	07/23/2010	S	500	D	\$ 24.41	11,500	D
Common Stock	07/23/2010	S	600	D	\$ 24.42	10,900	D
	07/23/2010	S	100	D		10,800	D

**Signature of Reporting Person

 Date

Explanation of Responses:

- * 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).
- (1) By grantor retained annuity trusts of which reporting person is trustee and annuitant and reporting person's children are remaindermen.
Reporting person disclaims beneficial ownership except to the extent of his pecuniary interest therein.

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

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