2004 FOR PROFIT CORPORATION ANNUAL REPORT

05-03-2004 91057 035 ***150.00 DOCUMENT # F01000000923 1. Entity Name BOTTLING GROUP HOLDINGS, INC. Principal Place of Business Mailing Address 94082416 ONE PEPSI WAY ONE PEPSI WAY SOMERS, NY 10589 SOMERS, NY 10589 No Chg-P CR2E034 (10/03) 04182004 DO NOT WRITE IN THIS SPACE 4. FEI Number Applied For 13-4042405 Not Applicable \$8.75 Additional 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent NRAI SERVICES, INC. DO NOT WRITE 526 EAST PARK AVE. TALLAHASSEE, FL 32301 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. Signature: typed or printed name of registered agent and title if applicable." (NOTE: Registered Agent signature required when reinstating) 9. Election Campaign Financing \$5.00 May Be Trust Fund Contribution. ... After May 1, 2004 Fee will be \$550,00 Added to Fees OFFICERS AND DIRECTORS 10. TITLE DREWES, AFRED H NAME STREET ADDRESS 1 PEPSI WAY **SOMERS, NY 10589** CITY-ST-ZIP TITLE VPTD D'ALESSANDRO, NICHOLAS J NAME STREET ADDRESS 1 PEPSI WAY CITY-ST-ZIP **SOMERS, NY 10589** TITLE NAME KUPFERSCHMID, GEOFFREY 1 PEPSI WAY STREET ADDRESS DO NOT WRITE CITY-ST-ZIP **SOMERS, NY 10589** IN THIS SPACE **VPAT** LEMKE, JUDITH NAME 1 PEPSI WAY STREET ADDRESS CITY-ST-ZIP **SOMERS, NY 10589** TITLE NAME RAPP, STEVEN M 1 PEPSI WAY STREET ADDRESS CITY_ST_ZIP. SOMERS, NY. 10589

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i). Florida Statutes: I further certify that the information "Cindicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: 5

NAME < 5 TO STREET ADDRESS (

CITY-ST-ZIP

ALLEGRETTI-DAVENPORT; REGINA

ONE PEPSI-WAY

SOMERS, NY 10589

Judoth A. Lemke

4/23/04

FILED

Secretary of State

May 03, 2004 8:00 am

914-767-6000

attachment

Bottling Group Holdings, Inc. 1 PEPSI WAY SOMERS, NY 10589-2201 Federal ID: 13-4042405



DIRECTORS:

BUSINESS ADDRESS:

Alfred H. Drewes		1 Pepsi Way Somers, NY 10589
Steven M. Rapp		1 Pepsi Way
Nicholas J. D'Alessandro		Somers, NY 10589 1 Pepsi Way
Nicholas J. D Alessalidio		Somers, NY 10589
OFFICERS:		Someta, 111 1020)
Alfred H. Drewes	President	1 Pepsi Way.
		Somers, NY 10589
Nicholas J. D'Alessandro	Vice President ,Treasurer	1 Pepsi Way
		Somers, NY 10589
Steven M. Rapp	Vice President, Secretary	1 Pepsi Way
		Somers, NY 10589
Regina Allegretti-Davenport	Vice President, Assistant Secretary	1 Pepsi Way
		Somers, NY 10589
Geoffrey Kupferschmid	Vice President	1 Pepsi Way
		Somers, NY 10589
Judith Lemke	Vice President, Assistant Treasurer	1 Pepsi Way
		Somers, NY 10589
Celeste Tate	Vice President	1 Pepsi Way
		Somers, NY 10589