

F010000000923

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

RECEIVED

2010 MAR 10 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**REGISTERED AGENT CHANGE
BOTTLING GROUP HOLDINGS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

10 MAR 10 AM 8:24

STATE
SECRETARY
TALLAHASSEE, FLORIDA

RA/RO/chs
@3/11/10

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BOTTLING GROUP HOLDINGS, INC.
Name of Corporation

DOCUMENT NUMBER: P01000000923

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nora Ryan
Name of Contact Person

PepsiAmericas, Inc.
Firm/Company

1475 East Woodfield Road, Suite 1300
Address

Schaumburg, IL 60173
City/State and Zip Code

nora.ryan@pepsico.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Nora Ryan at (847) 394-7266
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a \$35.00 check made payable to the Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

CR2E045 (1/05)

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH
FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: BOTTLING GROUP HOLDINGS, INC.
2. The principal office address: ONE PEPSI WAY, SOMERS, NY 10589
3. The mailing address (if different): _____

4. Date of incorporation/qualification: 02/16/2001 Document number: F01000000923

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

NRAI SERVICES, INC.
2731 EXECUTIVE PARK DRIVE, SUITE 4
WESTON, FL 33331

6. The name and street address of the new registered agent (if changed) and/or registered office (if changed):

C T Corporation System
c/o C T Corporation System, 1200 South Pine Island Road
P.O. Box NOT acceptable
Plantation, Florida 33324

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Sandra Gilliss
Signature of an officer or director

Sandra Gilliss, Vice President
Printed or typed name and title

I hereby accept the appointment as registered agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

By: *Rebecca Barth*
Signature of Registered Agent

3-8-2010
Date

If signing on behalf of an entity:

Assistant Secretary
Rebecca Barth

Typed or Printed Name

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E045 (8/05)

10 MAR 10 AM 8:24
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA