

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Mar 16, 1999 8:00 am
Secretary of State

03-16-1999 90108 015 ***150.00

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P12568

1. Corporation Name
PEPSICO, INC.



Principal Place of Business 700 ANDERSON HILL ROAD TAX DEPT 7/3 732 PURCHASE NY 10577 US	Mailing Address 700 ANDERSON HILL ROAD TAX DEPT 7/3 732 PURCHASE NY 10577 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21	2a. Mailing Address 26	3. Date Incorporated or Qualified 12/17/1986	4. FEI Number 13-1584302	Applied For Not Applicable
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required	
City & State 23	City & State 28	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees	
Zip 24	Country 25	Zip 29	Country 30	8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No

9. Name and Address of Current Registered Agent UNITED STATES CORPORATION COMPANY 1201 HAYES ST STE 105 TALLAHASSEE FL 32301	10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code FL
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE VPES	<input type="checkbox"/> DELETE	1.1 TITLE Sr. V.P. + Treasurer	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME LAHEY, EDWARD V., JR.		1.2 NAME Matthew M. McKenna	
STREET ADDRESS 700 ANDERSON HILL ROAD		1.3 STREET ADDRESS 700 Anderson Hill Road	
CITY-ST-ZIP PURCHASE NY		1.4 CITY-ST-ZIP Purchase, NY 10577	
TITLE VPAS	<input type="checkbox"/> DELETE	2.1 TITLE Secretary	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME DICKIE, LAWRENCE F.		2.2 NAME Robert F. Sharpe Jr.	
STREET ADDRESS 700 ANDERSON HILL ROAD		2.3 STREET ADDRESS 700 Anderson Hill Road	
CITY-ST-ZIP PURCHASE NY		2.4 CITY-ST-ZIP Purchase, NY 10577	
TITLE D	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME AKERS, JOHN F.		3.2 NAME	
STREET ADDRESS 700 ANDERSON HILL ROAD		3.3 STREET ADDRESS	
CITY-ST-ZIP PURCHASE NY		3.4 CITY-ST-ZIP	
TITLE CCEO	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME ENRICO, ROGER A		4.2 NAME	
STREET ADDRESS 700 ANDERSON HILL RD		4.3 STREET ADDRESS	
CITY-ST-ZIP PURCHASE NY 10577		4.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS See Attached List.		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. 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 indicated on this annual report or supplemental annual 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 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE  Matthew M. McKenna Date 2/11/99 914253-2000 Daytime Phone #

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OFFICERS

- Chairman of the Board
and Chief Executive Officer Roger A. Enrico
- Vice Chairman of the Board Karl M. von der Heyden
- Senior Vice President,
Personnel William R. Bensyl
- Senior Vice President,
Public Affairs Joseph F. McCann
- Senior Vice President and Treasurer Matthew M. McKenna
- Senior Vice President,
Corporate Strategy and Development Indra K. Nooyi
- Senior Vice President
and Controller Sean F. Orr
- Senior Vice President, Information Technology Stephen F. Schuckenbrock
- Senior Vice President,
General Counsel and Secretary Robert F. Sharpe, Jr.
- Senior Vice President
and Chief Financial Officer Michael D. White
- Vice President, Personnel Lucien Alziari
- Vice President, Corporate Finance
and Tax, Latin America and Canada Matthew Bartley
- Vice President, International Public Affairs Nestor T. Carbonell
- Vice President
and General Auditor Patricia Creekmore
- Vice President, Management
Information Services Allan B. Deering

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Vice President, Associate General
Counsel and Assistant Secretary.....Lawrence F. Dickie

Vice President, Financial Planning
and Analysis.....Dennis F. Hareza

Vice President,
Community Affairs.....Ronald E. Harrison

Vice President
and Assistant General Counsel.....W. Timothy Heaviside

Vice President, International Tax.....Edward Hickey

Vice President, Benefits.....Burkett W. Huey, Jr.

Vice President, Executive Strategic Planning.....Hugh Johnston

Vice President, Mergers & Acquisitions.....Kathleen Allen Luke

Vice President, Investor Relations.....Margaret D. Moore

Vice President and Senior Counsel.....Maria S. Renna

Vice President, Compensation and Benefits.....David E. Scherb

Vice President, Capital Markets and Assistant Treasurer.....Richard Thevenet

Vice President, International Finance
and Assistant Treasurer.....Peter R. Thompson

Vice President, Government Affairs.....David L. Wright

Assistant Secretary.....Robert K. Biggart

Assistant Secretary.....Gerard W. Casey

Assistant Secretary.....William A. Finkelstein

Assistant Secretary.....Joseph I. Joyce

Assistant Secretary.....Pamela C. McGuire

Assistant Secretary.....Clay G. Small

Assistant Secretary.....Arthur F. Starrs, Jr.

Assistant Secretary.....Kelly Tullier

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BOARD OF DIRECTORS

John F. Akers
Robert E. Allen
Roger A. Enrico, Chairman
Peter Foy
Ray L. Hunt
John J. Murphy

Steven S Reinemund
Sharon P. Rockefeller
Franklin A. Thomas
P. Roy Vagelos
Karl M. von der Heyden, Vice Chairman
Craig E. Weatherup
Arnold R. Weber