

**Commonwealth of Kentucky**  
**Alison Lundergan Grimes, Secretary of State**

PARP  
**0510910**  
Alison Lundergan Grimes  
KY Secretary of State  
Received and Filed  
6/15/2012 2:43:57 PM  
Fee receipt: \$15.00

Alison Lundergan Grimes  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
(502) 564-3490  
<http://www.sos.ky.gov>

**Annual Report  
Online Filing**

**ARP**

**Company:** BOTTLING GROUP HOLDINGS, INC.  
**Company ID:** 0510910  
**State of origin:** Delaware  
**Formation date:** 2/19/2001 12:00:00 AM  
**Date filed:** 6/15/2012 2:43:57 PM  
**Fee:** \$15.00

**Principal Office**

PEPSI BEVERAGES COMPANY  
ONE PEPSI WAY  
SOMERS, NY 10589

**Registered Agent Name/Address**

C T CORPORATION SYSTEM  
306 W MAIN ST  
SUITE 512  
FRANKFORT, KY 40601

**Current Officers**

President	Cynthia Swanson	PepsiCo, Inc., 700 Anderson Hill Road, Purchase, NY, 10577
Secretary	Robert Karl Biggart	PepsiCo, Inc., 700 Anderson Hill Road, Purchase, NY, 10577
Treasurer	Kimberly S. Rector	PepsiCo, Inc., 700 Anderson Hill Road, Purchase, NY, 10577
Vice President	Kimberly S. Rector	PepsiCo, Inc., 700 Anderson Hill Road, Purchase, NY, 10577

**Directors**

Director	Robert Karl Biggart	PepsiCo, Inc., 700 Anderson Hill Road, Purchase, NY, 10577
Director	Cynthia Swanson	PepsiCo, Inc., 700 Anderson Hill Road, Purchase, NY, 10577

**Signatures**

<b>Signature</b>	Kelly Lettmann
<b>Title</b>	POA