

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

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Alison Lundergan Grimes
KY Secretary of State
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PPOC

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**Statement of Change of
Principal Office Address**

POC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the principal office on behalf of

BOTTLING GROUP HOLDINGS, INC.

which is organized in the state of Delaware, and for that purpose submits the following statements:

1. Address of current principal office

ONE PEPSI WAY
SOMERS, NY 10589

2. Principal office is hereby changed to:

Pepsi Beverages Company
One Pepsi Way
Somers, NY 10589

3. Signature of officer or chairman of the board

Kelly Lettmann, POA

Signature and Title

Type or print name and title

6/15/2012 1:42 PM

Date