Environmental World Watch, Inc.
4821 LANKERSHIM BLVD, SUITE 239
NORTH HOLLYWOOD, CALIFORNIA 91601

MARCH 30, 2009

NOTICE OF VIOLATION OF THE SAFE DRINKING WATER AND TOXIC ENFORCEMENT ACT OF 1986
(California Health and Safety Code §25249.5 et seq.)

AMENDED NOTICE

TO
FRITO-LAY, INC.
FRITO-LAY NORTH AMERICA, INC.

First Class Mail-Proof of Service Attached

TO THE PARTIES LISTED ON THE
ATTACHED DISTRIBUTION LIST

Re: FRITO-LAY PRODUCTS - LAY'S Potato Chips; DORITOS; TOSTITOS Tortilla Chips; CHEETOS; FRITOS Corn Chips; SUNCHIPS; BAKED!; BAKEN-ETS; CHEETOS CHESTER'S Snacks; FLAT EARTH; FUNYUNS; MAUI STYLE; MISS VICKIE'S; MUNCHIES; MUNCHOS; ROLD GOLD; RUFFLES Potato Chips; SABRITONES; SANTITAS; STACY'S; and TOSTITOS Tortilla Chips

Albert P. Carey, President and CEO
Dear Sir or Madam:

Environmental World Watch, Inc. (the "Noticing Party") serves this Notice of Violation ("Notice") upon the Frito-Lay, Inc. and Frito-Lay North America, Inc. (hereinafter "Frito-Lay") pursuant to and in compliance with California Health and Safety Code ("H&S Code") §25249.7(d) and 22 California Code of Regulations ("CCR") §12903. This Notice satisfies a prerequisite for Noticing Party to commence an action against Frito-Lay to enforce the Safe Drinking Water and Toxic Enforcement Act of 1986. The violations addressed by this Notice occur in every county and city in California. This Notice is being served upon each violator, the California Attorney General, the district attorney of every California County and the city attorney of every California City with a population (according to the most recent decennial census) of over 750,000. If Frito-Lay has a current registration with the California Secretary of State that identifies a Chief Executive Officer, President, or General Counsel, this Notice is being addressed to, and served upon, one of those persons.

Attached previously in the original Notice was a copy of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary. Copies of the Summary are not required to be, and are not being provided here in the AMENDED NOTICE.

Description of the Noticing Party, the Alleged Violator, and the Alleged Violations Addressed by this Notice:

- This Notice is provided by Environmental World Watch, Inc. Environmental World Watch, Inc. (hereinafter "EWW"), is based in Los Angeles and is registered as a Delaware corporation with the office of the California Secretary of State. EWW is acting in the public interest pursuant to H&S Code §25249.7(d), and is dedicated to protecting the environment, improving human health and supporting environmentally sound practices.

- The violators' names and addresses are:

  Frito-Lay, Inc.
  7701 Legacy Drive
  Plano, TX 75024; and

  Frito-Lay North America, Inc.
  7701 Legacy Drive
  Plano, TX 75024; and

- The violations addressed by this Notice began on or after January 1, 1991, have occurred on numerous occasions each and every day since January 1, 1991, and are ongoing and continuing.

- This Notice of Violation covers the "warning provision" of Proposition 65, which is found at H&S Code §25249.6.

- The name of each chemical that is listed pursuant to the Safe Drinking Water and Toxic Enforcement Act of 1986 involved in the violations addressed by this Notice is Acrylamide; (the "Listed Chemical"). The Listed Chemical is listed (and has been so listed for more than twelve months) by the Governor of the State of California as being a chemical known to the State of California to cause cancer or reproductive toxicity, or both cancer and reproductive toxicity. See Exhibit B attached hereto.

- The route of exposure for the violations addressed by this Notice is ingestion. There is also a danger of a dermal exposure while preparing the product for consumption.

- The type of consumer products causing the exposures addressed by this Notice are breakfast cereals, including but not limited to, the following illustrative products:

TABLE A

LAY'S Potato Chips;

DORITOS;

TOSTITOS Tortilla Chips;

CHEETOS;

FRITOS Corn Chips;

SUNCHIPS;

BAKED!;

BAKEN-ETS;

CHEETOS;

CHESTER'S Snacks;

FLAT EARTH;

FUNYUNS;

MAUI STYLE;

MISS VICKIE'S;

MUNCHIES;

MUNCHOS;

ROLD GOLD;

RUFFLES Potato Chips;

SABRITONES;

SANTITAS;

STACY'S; and

TOSTITOS Tortilla Chips;

- There are numerous sources of the exposures addressed in this Notice. These exposures occur in homes, the workplace and everywhere else in California where these products are consumed. These exposures occur principally off the property of the Noticed Company.

- In the course of doing business, Frito-Lay has knowingly and intentionally exposed, and continues to expose, individuals (especially pregnant and post-partum women) to the Listed Chemical. No clear and reasonable warning is or has been provided by Frito-Lay to individuals regarding exposure to the Listed Chemical or regarding the fact that the Listed Chemical is known to the State of California to be a carcinogen, reproductive toxicant, or both a carcinogen and reproductive toxicant.

- These exposures have gone on from 1991 and are ongoing and continuing as EWW believes and so alleges that Frito-Lay has tolled the statute of limitations by fraudulent concealment of the constituents of the ingredients in their products from those persons that required warning in the stores where Frito-Lay products are sold for consumer consumption in California. The labels on these products are further absent any warning that would meet the definition delineated at Title 22 CCR §12601(b)(l)(A), nor do they comply with section (b)(3) and (b)(4)(B) of that regulation.

- The carcinogen, contained in the ingredients of the products, and subject to the warning requirements of H&S Code §25249.6 and more specifically 22 CCR §12601(b) *et seq.* are listed below:

    1. Acrylamide

- The aforementioned carcinogen is on the Governor's list (Prop 65 List) as expressed at 22 CCR §12000. These chemicals are known to the State of California to cause carcinogenic harm to humans requiring special warning labels and care in handling and use. The concentrations of these toxins in the subject consumer food product exceed the No Significant Risk Level ("NSRL") threshold of 0.2 microgram per day and require a warning of the existence of this chemical danger by the manufacture.

- The principal route of exposure is through a "consumer products exposure" via ingestion and inhalation. There is a further danger of contacting these carcinogens via a dermal exposure while using the food product as intended by the manufacture. These exposures have gone on since January 1 1991, and are ongoing and continuing at every place in California that the products listed in TABLE A are offered for sale and consumption. All references to "exposure" in this notice shall be understood to be exposures to the specific product lines in said TABLE and the ingredients of those products. The sale of these products constitutes a transfer of a known carcinogenic chemical into the populous and the normal consumption of the product by the purchaser or others will cause the exposure without a clear and reasonable warning.

- The location of these alleged exposures are many and varied while occurring within the 58 counties of the state of California as evidenced by the District Attorneys addressed in the enclosed distribution list. EWW believes and so alleges that at least one of the jurisdictions identified had Frito-Lay products sold within that county by a Frito-Lay retail distributor and that sale caused the utilization of the consumer food product and subsequent exposure. Further that usage caused exposures in that jurisdiction to the constituents of the consumer food product as identified herein, and those exposures by Frito-Lay were allowed to take place without the prerequisite warnings as delineated by the applicable statutes specified in this notice.

Please direct any inquiries regarding this notice or any communication with the responsible party Dennis Becvar for the noticing entity, Environmental World Watch, Inc. to:

Matthew E. Jackson
Environmental World Watch Corp Headquarters,
Los Angeles Offices
4821 Lankershim Blvd Ste 239, Code F
North Hollywood, California 91601

EXHIBIT B
NOTICED PARTIES:

FRITO–LAY, INC.
FRITO-LAY NORTH AMERICA, INC.

List Of Chemicals Contained In The Attached 60-Day Notice of Violation That Are Listed By The Governor Of The State Of California As Being Known To The State Of California To Cause Cancer Or Reproductive Toxicity

CARCINOGENS

Chemical	CAS No.	Date Added to List
Acrylamide	79061	January 1, 1990

CERTIFICATE OF MERIT

HEALTH AND SAFETY CODE SECTION 25249.7(d)

ACRYLAMIDE

NOTICED PARTY:
FRITO-LAY, INC.
FRITO-LAY NORTH AMERICA, INC.

I, MATTHEW E. JACKSON, on behalf of Environmental World Watch, Inc., hereby declare:

1. This Certificate of Merit accompanies the attached sixty-day notice(s) in which it is alleged that the parties identified in the notices have violated California Health and Safety Code section 25249.6 by failing to provide clear and reasonable warnings.

2. I am the attorney for the noticing party.

3. I have consulted with one or more persons with relevant and appropriate experience or expertise who has reviewed facts, studies, or other data regarding the exposure to the listed chemical(s) that is the subject of this action.

4. Based upon the information obtained through those consultations, and all other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for private action" means that the information provides a credible basis that all the elements of the plaintiffs' case can be established and the information did not prove that the alleged violator will be able to establish any of the affirmative defenses set forth in the statute.

5. The copy of this Certificate of Merit served on the Attorney General attaches to it factual information sufficient to establish the basis for this certificate, including the information identified in Health and safety Code section 24249.7(b)(2), *i.e.*, (1) the identity of the person consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Date: March 30, 2009
Signed by:

Matthew E. Jackson

CERTIFICATE OF SERVICE

I am over the age of 18 and not a party to this case. I am a resident of or employed in the county where the mailing occurred. My business address is 4821 Lankershim Blvd Ste 239, North Hollywood, California 91601.

On March 30, 2009 I served copies of the documents listed immediately hereafter by first class mail by placing same in sealed envelopes, fully preparing postage thereon, and depositing said envelopes in the U.S. Mail at Los Angeles, California. Said envelopes were addressed as follows:

SEE ATTACHED DISTRIBUTION LIST
(sent via certified mail with applicable postage to those parties listed with an asterisk)

Documents mailed:

1. **NOTICE OF VIOLATION OF THE SAFE DRINKING WATER AND TOXIC ENFORCEMENT ACT OF 1986 (California Health and Safety Code §25249.5 et seq.)**

   TO: Frito-Lay, Inc. and Frito-Lay North America, Inc.
   7701 Legacy Drive
   Plano, TX 75024

2. ~~**THE SAFE DRINKING WATER AND TOXIC ENFORCEMENT ACT OF 1986 (PROPOSITION 65): A SUMMARY (only sent to those parties listed with an asterisk)**~~

   PREVIOUSLY SENT & INCLUDED DJ

3. **CERTIFICATE OF MERIT - (attachments only sent to California Attorney General's Office)**

I declare under penalty of perjury under the laws of the state of California that the foregoing is true and correct, and that this declaration was executed on March 21, 2009 at Los Angeles, California.

March 30, 2009

Signed by:

DJ Nichols

DISTRIBUTION LIST

♦Albert P. Carey,
President and CEO
Frito-Lay, Inc
Frito-Lay North America, Inc.
7701 Legacy Drive
Plano, TX 75024

By Certified Mail -Return Receipt Requested

♦Proposition 65 Enforcement Reporting
Attention: Prop 65 Coordinator
1515 Clay Street, Suite 2000
Post Office Box 70550 Oakland,
California 94612-0550
Phone: (510) 873-6921
Fax: (510) 622-2270

By First Class Mail and Facsimile

♦Frito-Lay, Inc.
Frito-Lay North America, Inc.
7701 Legacy Drive
Plano, TX 75024
CT Corporation System
818 W. Seventh Street
Los Angeles, CA 90017

By Certified Mail -Return Receipt Requested

San Francisco City Attorney's Office
City Hall, Room 234 San Francisco,
CA 94102

Los Angeles City Attorney's Office
1800 City Hall East 200 N. Main
Street Los Angeles, CA 90012

San Diego City Attorney's Office
Civic Center Plaza 1200 3rd
Avenue, Suite 1200 San Diego,
CA 92101

Office of the District Attorney of
Alameda County 1225 Fallon
Street, Room 900 Oakland, CA
94612

San Jose City Attorney's Office
151 West Mission Street San
Jose, CA 95110

Office of the District Attorney of
Amador County 708 Court
Street, Room 202 Jackson, CA
95642

Office of the District Attorney of
Butte County Administration
Building 25 County Center
Drive Oroville, CA 95965

Office of the District Attorney of
Alpine County P.O. Box 248
Markleeville, CA 96120

Office of the District Attorney of
Colusa County 547 Market Street
Colusa, CA 95932

Office of the District Attorney of
Contra Costa County PO Box
670 Martinez, CA 94553

Office of the District Attorney of
Calaveras County County
Government Center 891
Mountain Ranch Road San
Andreas, CA 95249

Office of the District Attorney of
El Dorado County 515 Main
Street Placerville, CA 95667

Office of the District Attorney of
Fresno County
2220 Tulare Street, Suite 1000
Fresno, CA 93721

Office of the District Attorney of
Del Norte County Courthouse
450 H Street, Suite 171 Crescent
City, CA 95531

Office of the District Attorney of
Humboldt County 825 Fifth
Street Eureka, CA 95501