

LAW OFFICES
KIRTLAND & PACKARD
LLP

MICHAEL LOUIS KELLY, PARTNER
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April 3, 2014

Via Certified Mail

California Attorney General
P.O. Box 70550
Oakland, CA 94612

Re: Notice of Violation of the Safe Drinking Water and Toxic Enforcement Act of
1986 (California Health & Safety Code § 25249.5 *et seq.*)

TO WHOM IT MAY CONCERN:

Please be advised that this notice letter is meant to comply with the requirements of California Health & Safety Code § 25249.7(d)(1) on behalf of Kent Ibusuki.

PepsiCo, Inc.'s (also referred to as the "Violator" or "PepsiCo") beverage, Pepsi One, contains a caramel color ingredient that turns Pepsi One, as well as many other beverages, brown; but this coloring is not as harmless as it sounds. Some of this artificial coloring contains an impurity 4-MeI, which in 2011 the International Agency for Research on Cancer determined to be "possibly carcinogenic to humans."

Due to the findings of the International Agency for Research on Cancer, on January 7, 2011, California Proposition 65's list of "Chemical Known to the State to Cause Cancer or Reproductive Toxicity" named 4-MeI as a chemical that is known to the state to cause cancer or birth defects. As a result, any product that exposes consumers to more than 29 micrograms of 4-methylimidazole ("4-MeI") are supposed to carry a health-warning label per California's Proposition 65.

Pepsi One contains this carcinogenic chemical, 4-MeI. Further, a recent report found that the amount of 4-MeI in Pepsi One exceeded this 29 microgram threshold that California Proposition 65 has established that would require PepsiCo to label Pepsi One with the health warning label.

Mr. Ibusuki regularly consumed Pepsi One for the past several years and therefore has been exposed to 4-methylimidazole.

Please be advised that PepsiCo's failure to respond to this Notice within sixty-days of receipt of this letter, may result in the initiation or amendment of a class action complaint against PepsiCo to request injunctive relief, actual damages, plus punitive damages, interest and attorneys' fees and costs for the violation.

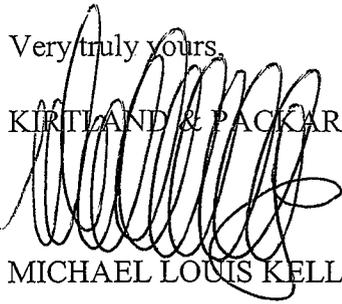
Reply to Los Angeles Office

Attorney General Copy: Contains Official Information Pursuant to Evidence Code 1040

Though it should be noted that Kent Ibusuki or myself may not: (1) finalize any settlement until after the sixty-day notice has expired; nor (2) speak for the Attorney General or any District or City Attorney who received the Notice. Therefore, while an agreement with myself and client will resolve any claims, such an agreement may not satisfy the public prosecutors.

Very truly yours,

KIRTLAND & PACKARD LLP


MICHAEL LOUIS KELLY

Enclosures: Certificate of Merit (with supporting documents)

Certificate of Service

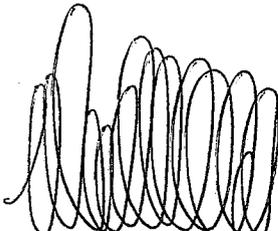
MLK:KMF

CERTIFICATE OF MERIT
Health & Safety Code § 25249.7(d)(1)

I, Michael Louis Kelly, hereby declare that:

1. This Certificate of Merit accompanies the attached sixty-day Notice in which it is alleged PepsiCo, Inc. has violated Health & Safety Code § 15249.6 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 of expertise who has reviewed facts, studies, or other data regarding the alleged exposure to the listed chemical that is subject of the action.
4. Based on the information obtained through those consultations, and on 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 the private action" means that the information provides a credible basis that all elements of the plaintiff's 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 information identified in Health & Safety Code § 25249.7(h)(2), i.e.,(1) the identity of the persons consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Dated: April 3, 2014



MICHAEL LOUIS KELLY

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 2041 Rosecrans Ave., Suite 300, El Segundo, California 90245.

On April 3, 2014, I served copies of the documents listed immediately hereafter by first class mail by placing them in sealed envelopes, fully preparing postage thereon, and depositing said envelopes in the U.S. Mail at El Segundo, California. Said envelopes were addressed as follows:

Sent Via Certified Mail

California Attorney General
P.O. Box 70550
Oakland, California 94612

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.*)
2. CERTIFICATE OF MERIT (with supporting documents)

I declare under penalty of perjury under the law of the state of California that the foregoing is true and correct, and that this declaration was executed on April 3, 2014 at El Segundo, California.



Marti Clark