

Mail Stop 3561

February 20, 2008

Ms. Indra K. Nooyi
President and Chief Executive Officer
PepsiCo, Inc.
700 Anderson Hill Road
Purchase, New York 10577

**Re: PepsiCo, Inc.
Form 10-K for Fiscal Year Ended
December 30, 2006
Filed February 20, 2007 and
Response of February 19, 2008
File No. 001-01183**

Dear Ms. Nooyi:

We have completed our review of your Form 10-K and related filings and have no further comments at this time.

Sincerely,

John Reynolds
Assistant Director

cc: Mr. Thomas H. Tamoney, Jr.
Vice President, Deputy General Counsel and Assistant Secretary
PepsiCo, Inc.
Fax 914-253-3123

Ms. Meredith Cross, Esq.
Wilmer Hale
Fax 202-663-6363