PEPSIAMERICAS INC/IL/
Form 4
January 28, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PEPSICO INC

(Last) (First) (Middle)

700 ANDERSON HILL ROAD

(Street)

PURCHASE, NY 10577

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
PEPSIAMERICAS INC/IL/ [PAS]

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, Par Value $0.01	01/25/2008		S (1)		500	D	$ 28.64	36,209,724	I (1)	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008		S		6,609	D	$ 28.7	36,203,115	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.

Common Stock, Par Value $0.01	01/25/2008	S	600	D	$ 28.72	36,202,515	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	100	D	$ 28.75	36,202,415	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	300	D	$ 28.76	36,202,115	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	400	D	$ 28.78	36,201,715	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	200	D	$ 28.79	36,201,515	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	700	D	$ 28.8	36,200,815	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	200	D	$ 28.81	36,200,615	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	100	D	$ 28.82	36,200,515	I	Through Pepsi-Cola Metropolitan Bottling Company,

								Inc.
Common Stock, Par Value $0.01	01/25/2008	S	300	D	$ 28.83	36,200,215	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	500	D	$ 28.84	36,199,715	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	1,500	D	$ 28.85	36,198,215	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	691	D	$ 28.86	36,197,524	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	400	D	$ 28.87	36,197,124	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	500	D	$ 28.88	36,196,624	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	1,000	D	$ 28.89	36,195,624	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	600	D	$ 28.9	36,195,024	I	Through Pepsi-Cola Metropolitan Bottling

								Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	800	D	$ 28.92	36,194,224	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	349	D	$ 28.93	36,193,875	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	800	D	$ 28.94	36,193,075	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	1,000	D	$ 28.95	36,192,075	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	2,200	D	$ 28.96	36,189,875	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	700	D	$ 28.97	36,189,175	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008	S	800	D	$ 28.98	36,188,375	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value	01/25/2008	S	700	D	$ 28.99	36,187,675	I	Through Pepsi-Cola Metropolitan

$0.01										Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008		S		100	D	$ 29	36,187,575	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008		S		100	D	$ 29.03	36,187,475	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01	01/25/2008		S		100	D	$ 29.04	36,187,375	I	Through Pepsi-Cola Metropolitan Bottling Company, Inc.
Common Stock, Par Value $0.01								20,550,046	I	See Footnote (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of		

Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEPSICO INC 700 ANDERSON HILL ROAD PURCHASE, NY 10577		X		
Pepsi-Cola Metropolitan Bottling Company, Inc. 700 ANDERSON HILL ROAD PURCHASE, NY 10577		X		

Signatures

/s/ Thomas H. Tamoney, Jr.	01/28/2008
**Signature of Reporting Person	Date
Thomas H. Tamoney, Jr.	01/28/2008
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) All sales listed on this Form 4 for January 25, 2008 reflect sales by Pepsi-Cola Metropolitan Bottling Company, Inc. ("Metro"), a wholly-owned subsidiary of PepsiCo, Inc. ("PepsiCo").

(2) Shares beneficially owned by PepsiCo, through other wholly owned subsidiaries not including Metro.

Remarks:

Form 1 of 2

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