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AUG 8 2002

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August 7, 2002

Jonathan G. Katz, Secretary
SECURITIES AND EXCHANGE COMMISSION
450 Fifth Street, N.W.
Washington, DC 20549

Re: Sworn Statements of Chief Executive Officer and Chief Financial Officer of Dean Foods Company Pursuant to SEC Order No. 4-460

Mr. Katz:

Enclosed for publication pursuant to SEC Order No. 4-460 are the sworn statements of the Chief Executive Officer and Chief Financial Officer of Dean Foods Company. The statements are in the form of Exhibit A to Order No. 4-460.

Please do not hesitate to contact me if you have any questions or require any further information.

Very truly yours,

A handwritten signature in black ink, appearing to be 'Lisa N. Tyson', written over a circular scribble.

Lisa N. Tyson
Senior Vice President and Deputy General Counsel

/ros

cc: Gregg L. Engles
Barry A. Fromberg
Michelle P. Goolsby

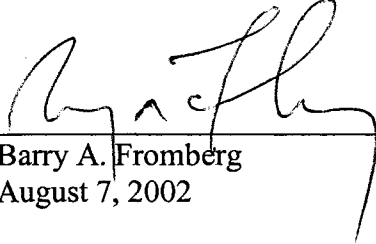
Enclosures: As stated above

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**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING
FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS**

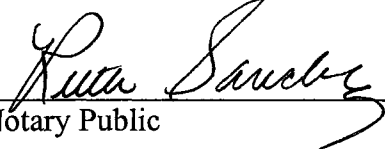
I, Barry A. Fromberg, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Dean Foods Company, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date of which it was filed).
- (2) I have reviewed the contents of this statement with Dean Foods Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - Dean Foods Company's Annual Report on Form 10-K for the year ended December 31, 2001;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Dean Foods Company filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.



 Barry A. Fromberg
 August 7, 2002

Subscribed and sworn to before me
me this 7th day of August 2002.



 Notary Public

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