

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G
(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2**

(Amendment No. 1)*

KRAFT FOODS INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

50075N104

(CUSIP Number)

December 31, 2008

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes.)

1 NAME OF REPORTING PERSON

Warren E. Buffett

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States Citizen

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

138,272,500 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

138,272,500 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

138,272,500 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

9.4%

12 TYPE OF REPORTING PERSON

IN

1 NAME OF REPORTING PERSON

Berkshire Hathaway Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Delaware

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

138,272,500 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

138,272,500 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

138,272,500 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

9.4%

12 TYPE OF REPORTING PERSON

HC, CO

1 NAME OF REPORTING PERSON

OBH, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Delaware

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

130,272,500 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

130,272,500 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

130,272,500 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

8.8%

12 TYPE OF REPORTING PERSON

HC, CO

1 NAME OF REPORTING PERSON

National Indemnity Company

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Nebraska

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

89,222,400 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

89,222,400 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

89,222,400 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

6.1%

12 TYPE OF REPORTING PERSON

IC, CO

1 NAME OF REPORTING PERSON

Columbia Insurance Company

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Nebraska

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

31,050,100 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

31,050,100 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

31,050,100 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

2.1%

12 TYPE OF REPORTING PERSON

IC, CO

1 NAME OF REPORTING PERSON

The Medical Protective Company

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Indiana

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

259,800 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

259,800 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

259,800 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

IC, CO

1 NAME OF REPORTING PERSON

Medical Protective Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Indiana

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

259,800 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

259,800 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

259,800 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.2%

12 TYPE OF REPORTING PERSON

HC, CO

1 NAME OF REPORTING PERSON

Blue Chip Stamps

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of California

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

10,000,000 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

10,000,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,000,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.7%

12 TYPE OF REPORTING PERSON

CO

1 NAME OF REPORTING PERSON

Wesco Holdings Midwest, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Delaware

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

10,000,000 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

10,000,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,000,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.7%

12 TYPE OF REPORTING PERSON

HC, CO

1 NAME OF REPORTING PERSON

Wesco Financial Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Delaware

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

10,000,000 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

10,000,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,000,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.7%

12 TYPE OF REPORTING PERSON

HC, CO

1 NAME OF REPORTING PERSON

Wesco-Financial Insurance Co.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Nebraska

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

10,000,000 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

10,000,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,000,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.7%

12 TYPE OF REPORTING PERSON

IC, CO

1 NAME OF REPORTING PERSON

Acme Brick Company Pension Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Texas

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

375,000 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

375,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

375,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

Benjamin Moore Pension Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New Jersey

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

578,000 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

578,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

578,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

The Buffalo News Office Pension Plan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

164,000 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

164,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

164,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

The Buffalo News Editorial Pension Plan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

258,650 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

258,650 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

258,650 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

The Buffalo News Mechanical Pension Plan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

60,715 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

60,715 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

60,715 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

The Buffalo News Drivers/Distributors Pension Plan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

16,975 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

16,975 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

16,975 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

Dexter Pension Plan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Connecticut

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

178,200 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

178,200 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

178,200 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

FlightSafety International Inc. Retirement Income Plan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

419,650 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

419,650 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

419,650 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

Fruit of the Loom Pension Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Kentucky

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

708,600 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

708,600 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

708,600 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

GEICO Corporation Pension Plan Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Maryland

5 SOLE VOTING POWER

0

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

2,347,110 shares of Common Stock

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

2,347,110 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,347,110 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.2%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

Johns Manville Corporation Master Pension Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Colorado

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

2,274,900 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

2,274,900 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,274,900 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

Justin Brands Inc. Union Pension Plan & Justin Brands Inc. Pension Plan & Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Texas

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

192,000 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

192,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

192,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

1 NAME OF REPORTING PERSON

Scott Fetzer Company Collective Investment Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Ohio

5 SOLE VOTING POWER

NONE

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

426,200 shares of Common Stock

7 SOLE DISPOSITIVE POWER

NONE

8 SHARED DISPOSITIVE POWER

426,200 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

426,200 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable.****11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

12 TYPE OF REPORTING PERSON

EP

SCHEDULE 13G

Item 1.

(a) Name of Issuer

Kraft Foods Inc.

(b) Address of Issuer's Principal Executive Offices

Three Lakes Drive, Northfield, IL 60093

Item 2(a). Name of Person Filing:

Item 2(b). Address of Principal Business Office:

Item 2(c). Citizenship:

Warren E. Buffett
1440 Kiewit Plaza
Omaha, Nebraska 68131
United States Citizen

Berkshire Hathaway Inc.
1440 Kiewit Plaza
Omaha, Nebraska 68131
Delaware corporation

OBH, Inc.
1440 Kiewit Plaza
Omaha, Nebraska 68131
Delaware corporation

National Indemnity Company
3024 Harney Street
Omaha, Nebraska 68131
Nebraska corporation

Columbia Insurance Company
3024 Harney Street
Omaha, Nebraska 68131
Nebraska corporation

Blue Chip Stamps
301 East Colorado Boulevard
Pasadena, California 91101
California corporation

The Medical Protective Company
5814 Reed Road
Ft. Wayne, IN 48635
Indiana corporation

Medical Protective Corporation
5814 Reed Road
Ft. Wayne, IN 48635
Indiana corporation

The Buffalo News Mechanical Pension Plan
c/o The Buffalo News
One News Plaza
Buffalo, New York 14240
New York

The Buffalo News Drivers/Distributors Pension Plan
c/o The Buffalo News
One News Plaza
Buffalo, New York 14240
New York

The Buffalo News Office Pension Plan
c/o The Buffalo News
One News Plaza
Buffalo, New York 14240
New York

The Buffalo News Editorial Pension Plan
c/o The Buffalo News
One News Plaza
Buffalo, New York 14240
New York

Wesco Holdings Midwest Inc.
1440 Kiewit Plaza
Omaha, NE 68131
Nebraska corporation

Wesco Financial Corporation
301 East Colorado Boulevard
Pasadena, California 91101
Delaware corporation

Wesco-Financial Insurance Company
3024 Harney Street
Omaha, Nebraska 68131
Nebraska corporation

Benjamin Moore Pension Trust
c/o Benjamin Moore & Co.
51 Chestnut Ridge Road
Montvale, New Jersey 07645
New Jersey

Johns Manville Corporation Master Pension Trust
c/o Johns Manville Corporation
717 17th Street
Denver, Colorado 80202
Colorado

Justin Brands, Inc. Union Pension Plan & Justin Brands, Inc. Pension
Plan & Trust
c/o Justin Brands, Inc.
610 West Daggett
Fort Worth, Texas 76107
Texas

Dexter Pension Plan
c/o H.H. Brown Shoe Co.
124 West Putnam Road
Greenwich, CT 06830
Connecticut

FlightSafety International Inc. Retirement Income Plan
c/o FlightSafety International Inc.
LaGuardia Airport
Flushing, New York 11371
New York

Fruit of the Loom Pension Trust
c/o Fruit of the Loom
1 Fruit of the Loom Drive
Bowling Green, Kentucky 42102
Kentucky

GEICO Corporation Pension Plan Trust
c/o GEICO Corporation
1 Geico Plaza
Washington, D.C. 20076
Maryland

Acme Brick Company Pension Trust
c/o Acme Building Brands
2821 West 7th Street
Fort Worth, Texas 76107
Texas

Scott Fetzer Company Collective Investment Trust
c/o Scott Fetzer Companies
28800 Clemens Road
Westlake, Ohio 44145
Ohio

(d) Title of Class of Securities

Common Stock

(e) CUSIP Number

50075N104

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.), Berkshire Hathaway Inc., OBH, Inc., Blue Chip Stamps, Wesco Financial Corporation, Wesco Holdings Midwest, Inc. and Medical Protective Corporation are each a Parent Holding Company or Control Person, in accordance with Rule 13d-1(b)(1)(ii)(G).

National Indemnity Company, Columbia Insurance Company, Wesco-Financial Insurance Company, and The Medical Protective Company are each an Insurance Company as defined in section 3(a)(19) of the Act.

Benjamin Moore Pension Trust, The Buffalo News Office Pension Plan, The Buffalo News Editorial Pension Plan, The Buffalo News Mechanical Pension Plan, The Buffalo News Drivers/Distributors Pension Plan, FlightSafety International Inc. Retirement Income Plan, Fruit of the Loom Pension Trust, GEICO Corporation Pension Plan Trust, Johns Manville Corporation Master Pension Trust, Justin Brands Inc. Union Pension Plan & Justin Brands Inc. Pension Plan & Trust, Acme Brick Company Pension Trust, Scott Fetzer Company Collective Investment Trust and Dexter Pension Plan are each an Employee Benefit Plan in accordance with Rule 13d-1(b)(1)(ii)(F).

The Reporting Persons together are a Group in accordance with Rule 13d-1(b)(1)(ii)(K).

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially Owned

See the Cover Pages for each of the Reporting Persons.

(b) Percent of Class

See the Cover Pages for each of the Reporting Persons.

(c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote
- (ii) shared power to vote or to direct the vote
- (iii) sole power to dispose or to direct the disposition of
- (iv) shared power to dispose or to direct the disposition of

See the Cover Pages for each of the Reporting Persons.

Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

See Exhibit A.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated this 17th day of February, 2009

/s/ Warren E. Buffett

Warren E. Buffett

BERKSHIRE HATHAWAY INC., and OBH, INC. .

By: /s/ Warren E. Buffett

Warren E. Buffett

Chairman of the Board of each of the above-named corporations

NATIONAL INDEMNITY COMPANY, COLUMBIA INSURANCE COMPANY, BLUE CHIP STAMPS, WESCO HOLDINGS MIDWEST, INC., WESCO FINANCIAL CORPORATION, WESCO FINANCIAL INSURANCE COMPANY, MEDICAL PROTECTIVE CORPORATION, THE MEDICAL PROTECTIVE COMPANY, ACME BRICK COMPANY PENSION TRUST, BENJAMIN MOORE PENSION TRUST, THE BUFFALO NEWS MECHANICAL PENSION PLAN, THE BUFFALO NEWS DRIVERS/DISTRIBUTORS PENSION PLAN, THE BUFFALO NEWS OFFICE PENSION PLAN, THE BUFFALO NEWS EDITORIAL PENSION PLAN, DEXTER PENSION PLAN, FLIGHTSAFETY INTERNATIONAL INC. RETIREMENT INCOME PLAN, FRUIT OF THE LOOM PENSION TRUST, GEICO CORPORATION PENSION PLAN TRUST, JOHNS MANVILLE CORPORATION MASTER PENSION TRUST, JUSTIN BRANDS, INC. UNION PENSION PLAN & JUSTIN BRANDS, INC. PENSION PLAN & TRUST AND SCOTT FETZER COMPANY COLLECTIVE INVESTMENT TRUST

By: /s/ Warren E. Buffett

Warren E. Buffett

Attorney-in-Fact

SCHEDULE 13G**EXHIBIT A****RELEVANT SUBSIDIARIES AND MEMBERS OF FILING GROUP****PARENT HOLDING COMPANIES OR CONTROL PERSONS:**

Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.)

Berkshire Hathaway Inc.

OBH, Inc.

Blue Chip Stamps

Wesco Financial Corporation

Wesco Holdings Midwest, Inc.

Medical Protective Corporation

INSURANCE COMPANIES AS DEFINED IN SECTION 3(a)(19) OF THE ACT:

National Indemnity Company

Columbia Insurance Company

Wesco-Financial Insurance Company

The Medical Protective Company

EMPLOYEE BENEFIT PLANS IN ACCORDANCE WITH 13d-1-(b)(1)(ii)(F)

Benjamin Moore Pension Trust

The Buffalo News Office Pension Plan

The Buffalo News Editorial Pension Plan

The Buffalo News Drivers/Distributors Pension Plan

The Buffalo News Mechanical Pension Plan

Dexter Pension Plan

FlightSafety International Inc. Retirement Income Plan

Fruit of the Loom Pension Trust

GEICO Corporation Pension Plan Trust

Johns Manville Corporation Master Pension Trust

Justin Brands, Inc. Union Pension Plan & Justin Brands, Inc. Pension Plan & Trust

Acme Brick Company Pension Trust

Scott Fetzer Company Collective Investment Trust

Note: No Common Stock of Kraft Foods Inc. is held directly by Berkshire Hathaway Inc. Other than the indirect holdings of Berkshire Hathaway Inc., no Common Stock of Kraft Foods Inc. is held directly or indirectly by Warren E. Buffett, an individual who may be deemed to control Berkshire Hathaway Inc.

SCHEDULE 13G

EXHIBIT B

JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)(1)

The undersigned persons hereby agree that reports on Schedule 13G, and amendments thereto, with respect to the Common Stock of Kraft Foods Inc. may be filed in a single statement on behalf of each of such persons, and further, each of such persons designates Warren E. Buffett as its agent and Attorney-in-Fact for the purpose of executing any and all Schedule 13G filings required to be made by it with the Securities and Exchange Commission.

Dated: February 14, 2008

/S/ Warren E. Buffett

 Warren E. Buffett

Berkshire Hathaway Inc.

Dated: February 14, 2008

/S/ Warren E. Buffett

 By: Warren E. Buffett

Title: Chairman of the Board

OBH, Inc.

Dated: February 14, 2008

/S/ Warren E. Buffett

 By: Warren E. Buffett

Title: Chairman of the Board

National Indemnity Company

Dated: February 14, 2008

/S/ Marc D. Hamburg

 By: Marc D. Hamburg

Title: Chairman of the Board

Columbia Insurance Company

Dated: February 14, 2008

/S/ Marc D. Hamburg

 By: Marc D. Hamburg

Title: Chairman of the Board

Blue Chip Stamps

Dated: February 14, 2008

/S/ Marc D. Hamburg

 By: Marc D. Hamburg

Title: Assistant Secretary

Dated: February 14, 2008

Wesco Holdings Midwest, Inc.

/S/ Marc D. Hamburg

By: Marc D. Hamburg
Title: Assistant Secretary

Wesco Financial Corporation

Dated: February 14, 2008

/S/ Jeffrey L. Jacobson

By: Jeffrey L. Jacobson
Title: Vice President

Wesco-Financial Insurance Co.

Dated: February 14, 2008

/S/ Marc D. Hamburg

By: Marc D. Hamburg
Title: Chairman of the Board

The Medical Protective Company

Dated: February 14, 2008

/S/ Joseph Svitek

By: Joseph Svitek
Title: Senior Vice President

Medical Protective Corporation

Dated: February 14, 2008

/S/ Joseph Svitek

By: Joseph Svitek
Title: Senior Vice President

Benjamin Moore Pension Trust

Dated: February 14, 2008

/S/ Denis Abrams

By: Denis Abrams

Title: President and Chief Executive Officer, Benjamin Moore

The Buffalo News Office Pension Plan

Dated: February 14, 2008

/S/ Stanford Lipsey

By: Stanford Lipsey

Title: President and Chief Executive Officer, The Buffalo News

The Buffalo News Editorial Pension Plan

Dated: February 14, 2008

/S/ Stanford Lipsey

By: Stanford Lipsey

Title: President and Chief Executive Officer, The Buffalo News

The Buffalo News Mechanical Pension Plan

Dated: February 14, 2008

/S/ Stanford Lipsey

By: Stanford Lipsey

Title: President and Chief Executive Officer, The Buffalo News

The Buffalo News Drivers/Distributors Pension Plan

Dated: February 14, 2008

/S/ Stanford Lipsey

By: Stanford Lipsey

Title: President and Chief Executive Officer, The Buffalo News

Dexter Pension Plan

Dated: February 14, 2008

/S/ James Issler

By: James Issler

Title: President, H.H. Brown Shoe Co.

FlightSafety International Inc. Retirement Income Plan

Dated: February 14, 2008

/S/ Bruce Whitman

By: Bruce Whitman

Title: President and Chief Executive Officer,
FlightSafety International, Inc.

Dated: February 14, 2008

Fruit of the Loom Pension Trust

/S/ John Holland

By: John Holland

Title: President and Chief Executive Officer, Fruit of the Loom

GEICO Corporation Pension Plan Trust

Dated: February 14, 2008

/S/ Lou Simpson

By: Lou Simpson

Title: President and Chief Executive Officer, GEICO Corporation

Johns Manville Corporation Master Pension Plan

Dated: February 14, 2008

/S/ Todd Raba

By: Todd Raba

Title: President and Chief Executive Officer

Johns Manville Corporation

Justin Brands, Inc. Union Pension Plan & Justin Brands, Inc. Pension Plan & Trust

Dated: February 14, 2008

/S/ Randy Watson

By: Randy Watson

Title: President and Chief Executive Officer, Justin Brands Inc.

Acme Brick Company Pension Trust

Dated: February 14, 2008

/S/ Dennis Knautz

By: Dennis Knautz

Title: President and Chief Executive Officer, Acme Building Brands

Scott Fetzer Company Collective Investment Trust

Dated: February 14, 2008

/S/ Ken Semelsberge

By: Ken Semelsberge

Title: President and Chief Executive Officer, Scott Fetzer Companies