



Minutes of the 2011 Annual and Special Shareholders' Meetings

Minutes of the Annual and Special Shareholders' Meetings held on April 29, 2011

Date, Time and Venue: April 29, 2011, at 9.00 a.m., at the headquarters of the Company, located at Av. Marginal Direita do Tietê, nº 500, Vila Jaguara, CEP 05118-100, in the City and State of São Paulo.

Call Notice: The Call Notice was published in the Diário Oficial do Estado de São Paulo (D.O.E.S.P.) on April 14, 15 and 16, 2011 and in the Valor Econômico newspaper, national edition, on April 14, 15, 16, 17 and 18, 2011, pursuant to Article 124 of Law 6404 of December 15, 1976 ("Law 6404/76").

Publications and Announcements: The financial statements, management report and report of independent auditors for the year ended December 31, 2010, as well as the report of the Fiscal Council, were published in the Diário Oficial do Estado de São Paulo (D.O.E.S.P.) and Valor Econômico newspaper on March 29, 2011, and the publication of announcements related to the caput of Article 133 of Law 6404/76 was waived, pursuant to Paragraph 5 of this Article.

Attendance: Shareholders representing over eighty-four percent (84%) of the Company's capital stock, as confirmed by the Shareholder's Attendance Book at the Annual Shareholders' Meetings.

The following persons also attended the meeting: (i) Eliseo Santiago Perez Fernandez, member of the Company's Management; (ii) Florisvaldo Caetano de Oliveira, member of the Company's Fiscal Council; (iii) Robson Nunes Moura, representative of KPMG Auditores Independentes, pursuant to Paragraph 1 of Article 134 of Law 6,404/76; and (iv) Antonio Reis Silva Filho, representative of Apsis Consultoria Empresarial Ltda.

Presiding: Given that the necessary quorum was met to install the Annual and Special Shareholders' Meetings, the Presiding was composed of Francisco de Assis e Silva, the Chairman, and Milena Hitomi Yanagisawa, acting as Secretary.