



S.A. Fábrica de Produtos Alimentícios Vigor announces the results of its consent solicitation

JBS S.A. (JBSS3) ("JBS") communicates to its shareholders and to the market in general that its wholly-owned subsidiary S.A. Fábrica de Produtos Alimentícios Vigor ("Vigor") announced today the results of their consent solicitation relating to its U.S.\$100.0 million in aggregate principal amount of 9.25% Step-up Notes due 2017 (the "Notes") conducted in accordance with Vigor's Consent Solicitation Statement, dated September 1, 2010 (the "Consent Solicitation"), which expired at 5:00 pm (New York City time) on Friday, September 24, 2010 (the "Expiration Time").

As of the Expiration Time, Vigor received consents from holders representing approximately 86.6% of the aggregate principal amount of the Notes. Accordingly, Vigor received the requisite consents to execute a supplemental indenture containing all of the provisions of the Proposed Amendments as described in the Consent Solicitation. Vigor expects to settle all fees relating to the Consent Solicitation within five business days of the Expiration Time.

Santander Investment Securities Inc. acted as Solicitation Agent for the Consent Solicitation. D.F. King & Co was the Information Agent for the Consent Solicitation.

THIS NOTICE TO THE MARKET IS NEITHER AN OFFER TO SELL NOR THE SOLICITATION OF AN OFFER TO BUY ANY SECURITY. NO RECOMMENDATION IS MADE AS TO WHETHER HOLDERS OF NOTES SHOULD CONSENT TO THE PROPOSED AMENDMENTS.

São Paulo, September 24th, 2010

**Jeremiah O'Callaghan
Investor Relations Officer**

This notice to the market contains forward-looking statements relating to the prospects of the business, estimates for operating and financial results, and those related to growth prospects of JBS. These are merely projections and, as such, are based exclusively on the expectations of JBS' management concerning the future of the business and its continued access to capital to fund the Company's business plan. Such forward-looking statements depend, substantially, on changes in market conditions, government regulations, competitive pressures, the performance of the Brazilian economy and the industry, among other factors and risks disclosed in JBS' filed disclosure documents and are, therefore, subject to change without prior notice.