

JBS S.A.

Corporate Taxpayer's ID (CNPJ/MF): 02.916.265/0001-60

Company Registry (NIRE): 35.300.330.587

**EXCERPT OF THE MINUTES OF THE BOARD OF DIRECTORS'
MEETING
HELD ON MAY 13, 2013, AT 10:00 A.M.**

Date, Time and Venue: May 13, 2013, at 10 a.m., at the headquarters of JBS S.A. ("Company"), at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º andar, Vila Jaguara, CEP 05118-100, in the City and State of São Paulo.

Call Notice: Call notice was sent via e-mail to all members of the Board of Directors, pursuant to Article 18 of the Company's Bylaws.

Attendance: All members of the Company's Board of Directors attended the meeting, and quorum necessary to install the Meeting was verified.

Presiding Board: Joesley Mendonça Batista, **Chairman**; and Francisco de Assis e Silva, **Secretary**.

Resolutions: The Board members unanimously approved to reelect the following members of the Company's Board of Executive Officers: as Chief Executive Officer, Mr. **WESLEY MENDONÇA BATISTA**, Brazilian citizen, married, businessman, identity card (RG) 989.892 SSP/DF, individual taxpayer's register (CPF/MF) 364.873.921-20, resident and domiciled in the City and State of São Paulo, with business address in the same city, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100; as Institutional Relations Officer, Mr. **FRANCISCO DE ASSIS E SILVA**, Brazilian citizen, married, attorney, identity card (RG) 3.960.789-1 SSP/PR and individual taxpayer's register (CPF/MF) 545.102.019-15, resident and domiciled in the City and State of São Paulo, with business address in the same city, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100; as Investor Relations Officer, Mr. **JEREMIAH ALPHONSUS O'CALLAGHAN**, Irish citizen, married, engineer, foreigner's identity card (RNE) W675005W (RNE), individual taxpayer's ID (CPF/MF) 012.266.188-55, resident and domiciled in the City and State of São

Paulo, with business address in the same city, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100; and as Management and Control Officer, Mr. **ELISEO SANTIAGO PEREZ FERNANDEZ**, Brazilian citizen, married, business administrator, identity card (RG) 2.473.832 SSP/PE and individual taxpayer's ID (CPF/MF) 412.811.954-72, resident and domiciled in the city and state of São Paulo, with business address in the same city, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100, all of them with three-(3) year term of office.

The Officers elected herein and attending the Meeting took office pursuant to the Company's Bylaws and they declare, for all legal purposes, that they are neither involved in any of crimes provided for by laws preventing them from performing business activities, nor they are impeded by special laws from performing any acts related to the company's management or sentenced to a penalty preventing them, even temporarily, from holding public positions, or due to bankruptcy crime, malfeasance, bribery, graft, embezzlement or crime against welfare, the Brazilian financial system, the antitrust laws, consumer relations, public faith and credit or property.

Closure and drawing up of the minutes: There being no further business to discuss, and after the Chairman offered the floor to anyone who intended to speak, as no one did, the meeting was adjourned for the time necessary to draw up these minutes, which were then read, approved and signed by all attending board members.

Attending Board members: Joesley Mendonça Batista, Wesley Mendonça Batista, José Batista Sobrinho, Humberto Junqueira de Farias, Marcus Vinicius Pratini de Moraes, Carlos Alberto Caser, Peter Dvorsak and João Carlos Ferraz.

This is a free English translation of the excerpt from the original minutes drawn up in the Company's records.

São Paulo, May 13, 2013.

Francisco de Assis e Silva
Secretary