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DOCUMENT - 3

**PROFIT
 CORPORATION
 ANNUAL REPORT
 1999**

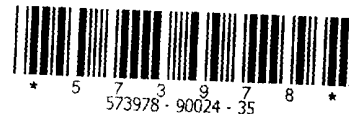


FLORIDA

DIVISION

DOCUMENT # **P31683**

1. Corporation Name

BANCO BOAVISTA INTERATLANTICO S.A.

Principal Place of Business
**PRACA PIO X, 118
 RIO DE JANEIRO, CEP 20092, BRAZ**

Mailing Address
**100 SE 2 ST
 2330
 MIAMI FL 33143
 US**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified	4. FEI Number	Applied Fee
21. Praca Pio X, 118	26. 100 SE 2nd Street	10/18/1990	65-0180931	\$8.75 Arbitration Fee Required
22. 12th Floor	27. 2330	5. Certificate of Status Desired ☒	6. Election Campaign Financing Trust Fund Contribution ☐	\$5.00 May Be Added to Fees
23. Rio De Janeiro - RJ	28. Miami, Florida	8. This corporation owes the current year intangible Personal Property Tax ☐ Yes ☒ No		
24. 20091-040	29. 33131			
25. Brazil	30. USA			

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**TAYLOR-CATA, ANISIA P.
 100 SE 2 ST
 2330
 MIAMI FL 33143**

81. Name **Adriana Menezes Fanganiello**

82. Street Address (P.O. Box Number is Not Acceptable)

83. **100 SE 2nd Street, Suite 2330**

84. City **Miami** 85. Zip Code **FL 33131**

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change will be effected by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, Name and address of registered agent and 10% if applicable

(NOTE: Registered Agent's signature is required when electing)

DATE

OFFICERS AND DIRECTORS

ADD/REMOVE NAMES TO OFFICERS AND DIRECTORS IN 12

12. OFFICERS AND DIRECTORS	13. ADD/REMOVE NAMES TO OFFICERS AND DIRECTORS IN 12
1. TITLE ☒ DELETE NAME BRANCO, ANTONIO B.L. C STREET ADDRESS PRACA PIO X, 118 CITY-ST-ZIP RIO DE JANEIRO BR	1. TITLE ☐ Change ☒ Add 2. NAME Jose Luiz S. Miranda 3. STREET ADDRESS Praca Pio X, 118 12th Floor 4. CITY-ST-ZIP Rio De Janeiro, RJ Brazil 20091-040
2. TITLE ☒ DELETE NAME PINTO, M. G. DE CAMPOS STREET ADDRESS PRACA PIO X, 118 CITY-ST-ZIP RIO DE JANEIRO, BRAZIL	2. TITLE ☐ Change ☒ Add 3. NAME Ricardo Espirito Santo 4. STREET ADDRESS Praca Pio X, 118 12th Floor 5. CITY-ST-ZIP Rio De Janeiro, RJ Brazil 20091-040
3. TITLE ☒ DELETE NAME MACHADO, F. E. DE PAULA STREET ADDRESS PRACA PIO X, 118 CITY-ST-ZIP RIO DE JANEIRO, BRAZIL	3. TITLE ☐ Change ☒ Add 4. NAME Cristiano Gomes 5. STREET ADDRESS Av. Roque Petroni Jr. 999 / 3rd Floor 6. CITY-ST-ZIP Sao Paulo, SP Brazil 04707-910
4. TITLE ☒ DELETE NAME MACHADO, C. G. DE PAULA STREET ADDRESS PRACA PIO X, 118 CITY-ST-ZIP RIO DE JANEIRO, BRAZIL	4. TITLE ☐ Change ☒ Add 5. NAME Danton Galvao 6. STREET ADDRESS Av. Roque Petroni Jr. 999 / 3rd Floor 7. CITY-ST-ZIP Sao Paulo, SP Brazil 04707-910
5. TITLE ☒ DELETE NAME MACHADO, EDUARDO DE PAU STREET ADDRESS PRACA RIO 118 CITY-ST-ZIP RIO DE JANEIRO, BRAZIL	5. TITLE ☐ Change ☒ Add 6. NAME Duarte Cesar Fonseca 7. STREET ADDRESS Praca Pio X, 118 12th Floor 8. CITY-ST-ZIP Rio De Janeiro, RJ Brazil 20091-040
6. TITLE ☒ DELETE NAME SECCO, LUIZ FERNANDO STREET ADDRESS PRACA RIO 118 CITY-ST-ZIP RIO DE JANEIRO, BRAZIL	6. TITLE ☐ Change ☒ Add 7. NAME Francisco Cary 8. STREET ADDRESS Praca Pio X, 118 12th Floor 9. CITY-ST-ZIP Rio De Janeiro, RJ Brazil 20091-040

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.071(3)(b), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

Cristiano H. V. Gomes
 Director/Executiva

May 27, 1999

(55+11) 5189-7472

0189063

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **P31683**

1. Corporation Name

BANCO BOAVISTA INTERATLANTICO S.A.

573978-900243
P31683



Principal Place of Business

**PRACA PIOI X, 118
RIO DE JANEIRO CEP 20092 BRAZ**

Mailing Address

**100 SE 2 ST
2330
MIAMI FL 33143
US**

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

10/18/1990

2. Principal Place of Business

21 Praca Pio X, 118

2a. Mailing Address

26 100 SE 2nd Street

Suite, Apt. #, etc.
22 12th Floor

Suite, Apt. #, etc.
27 2330

City & State
23 Rio De Janeiro - RJ

City & State
28 Miami, Florida

Zip

24 20091-040

Country

25 Brazil

Zip

29 33131

Country

30 USA

4. FEI Number

65-0180931

Applied For

Not Applicable

5. Certificate of Status Desired ☒

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution ☐

\$5.00 May Be
Added to Fees

8. This corporation owes the current year Intangible
Personal Property Tax. ☐ Yes ☒ No

9. Name and Address of Current Registered Agent

**TAYLOR-CATA, ANISIA P.
100 SE 2 ST
2330
MIAMI FL 33143**

10. Name and Address of New Registered Agent

81 Name

Adriana Menezes Fanganiello

82 Street Address (P.O. Box Number is Not Acceptable)

83

100 SE 2nd Street, Suite 2330

84 City

Miami

FL

85 Zip Code

33131

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

NOTE: Registered Agent signature required when reinstating

DATE

12. OFFICERS AND DIRECTORS

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE ☐ DELETE
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STREET ADDRESS
CITY-ST-ZIP

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE ☐ Change ☒ Addition
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP
**Roberto Hollander
Executive Director
Praca Pio X, 118 12th Floor
Rio De Janeiro, RJ Brazil 20091-040**

2.1 TITLE ☐ Change ☒ Addition
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP
**Sergio de Souza Coelho
Executive Director
Praca Pio X, 118 12th Floor
Rio De Janeiro, RJ Brazil 20091-040**

3.1 TITLE ☐ Change ☒ Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP
**Jorge Miranda
Executive Director
Praca Pio X, 118 12th Floor
Rio De Janeiro, RJ Brazil 20091-040**

4.1 TITLE ☐ Change ☒ Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP
**Antonio Bormfim
Executive Director
Praca Pio X, 118 12th Floor
Rio De Janeiro, RJ Brazil 20091-040**

5.1 TITLE ☐ Change ☐ Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE ☐ Change ☐ Addition
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath: that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

Cristiano M. V. Gomes

Danton de Magalhães Galvão

May 27 1999

(55+11) 5189.7472