

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F96000001449 (5)
1. Corporation Name

UNIBANCO - UNIAO DE BANCOS BRASILEIROS S.A.

Principal Place of Business
AVENIDA EUSEBIO MATOSO 891
SAO PAULO, SP, BRAZIL 05423- 901
OC

Mailing Address
701 BRICKELL AVENUE, SUITE 2030
ATTN: MARCOS PEREIRA
MIAMI FL 33131

FILED
Aug 05 1998 8:00am
Secretary of State



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

03/21/1996

4. FEI Number

13-3035215

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 or has paid the current year Intangible
Personal Property Tax due June 30. ☐ Yes ☒ No

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

9. Name and Address of Current Registered Agent

VALDES-FAULI CORP. SERVICES, INC.
2 SOUTH DISCAYNE BLVD., SUITE 3400
MIAMI FL 33131

10. Name and Address of New Registered Agent

81 Name

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

83

84 City

FL 85 Zip Code

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

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE P
NAME DE MORAES SCHETTERT, ADALBERTO
STREET ADDRESS AVENIDA EUSEBIO MATOSO 891
CITY-ST-ZIP SAO PAULO, SP, BRAZIL 05423- 901

1.1 TITLE ☒ Change ☐ Addition
1.2 NAME (SEE RIDER)
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

TITLE C
NAME SALLES, PEDRO M
STREET ADDRESS AVENIDA EUSEBIO MATOSO 891
CITY-ST-ZIP SAO PAULO, SP, BRAZIL 05423- 901

2.1 TITLE ☐ Change ☐ Addition
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

TITLE BM
NAME VAINBOIM, ISRAEL
STREET ADDRESS AVENIDA EUSEBIO MATOSO 891
CITY-ST-ZIP SAO PAULO, SP, BRAZIL 05423- 901

3.1 TITLE ☐ Change ☐ Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

TITLE BMP
NAME ZINNER, TOMAS TOMISLAV A
STREET ADDRESS AVENIDA EUSEBIO MATOSO 891
CITY-ST-ZIP SAO PAULO, SP, BRAZIL 05423- 901

4.1 TITLE ☒ Change ☐ Addition
4.2 NAME (SEE RIDER)
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

TITLE VC
NAME FERREIRA, GABRIEL J
STREET ADDRESS AVENIDA EUSEBIO MATOSO 891
CITY-ST-ZIP SAO PAULO, SP, BRAZIL 05423- 901

5.1 TITLE ☐ Change ☐ Addition
5.2 NAME 200002609488
5.3 STREET ADDRESS -08/06/98--01053--045
5.4 CITY-ST-ZIP ***150.00

TITLE VP ☒ DELETE
NAME JOAO, CARMO TUFFY
STREET ADDRESS AVENIDA EUSEBIO MATOSO 891
CITY-ST-ZIP SAO PAULO, SP, BRAZIL 05423- 901

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.

SIGNATURE:

(55.11) 867 4183

CR2E034 (5/98)

Conselho de Administração - (Board of Directors)

Pedro Moreira Salles Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	Chairman
Gabriel Jorge Ferreira Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	Vice Chairman
Tomas Tomislav Antonin Zinner Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	Vice Chairman
Israel Vainboim Address: Av. Eusébio Matoso, No. 891, 22º andar, São Paulo, SP, Brazil, 05423-901	Board Member

Diretoria Executiva - (Executive Management)

Fernando Barreira Sotelino Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	President of the Wholesale Banking Group ¹
Joaquim Francisco de Castro Neto Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	President of the Retail Banking Group ²
César Augusto Sizenando Silva Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	Corporate Vice President ³

¹ *Presidente Executivo - Atacado*² *Presidente Executivo - Varejo*³ *Vice-Presidente Corporativo*

Adalberto de Moraes Schettert Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	Executive Vice President ⁴
Celso Scaramuzza Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	Executive Vice President
Danilo Mussi Cardozo Mansur Address: Av. Eusébio Matoso, No. 891, 4º andar, São Paulo, SP, Brazil, 05423-901	Executive Vice President
Aldo José Faccin Address: Av. Eusébio Matoso, No. 891, 2º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer ⁵
Álvaro Portinho de Sá Freire Júnior Address: Av. Eusébio Matoso, No. 891, 18º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer
Alvaro Sérgio Enes do Vale Address: Rua do Ouvidor nº 91, 5º andar Rio de Janeiro, R.J., Brazil	Executive Officer
Elio Boccia Address: Av. Eusébio Matoso, No. 891, 14º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer
Geraldo Travaglia Filho Address: Av. Eusébio Matoso, No. 891, 2º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer
Gilberto Villas Boas do Prado Address: Av. Eusébio Matoso, No. 891, 3º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer

⁴ Diretor Vice-Presidente⁵ Diretor Executivo

UNIBANCO

④

Murilo Bueno Kammer Address: Av. Eusébio Matoso, No. 891, 18º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer
Sergio Zappa Address: Av. Eusébio Matoso, No. 891, 8º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer
Takeshi Watanabe Address: Rua Padre João Manoel, No. 41, 2ª sobreloja, São Paulo, SP, Brazil 01411-000	Executive Officer
Walter Henrique Schmidt Address: Av. Eusébio Matoso, No. 891, 18º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer
Wilhelm August Peter Zeise Address: Av. Eusébio Matoso, No. 891, 20º andar, São Paulo, SP, Brazil, 05423-901	Executive Officer



UNIBANCO

(5)

July 22, 1998

To
FLORIDA DEPARTMENT OF STATE
Division of Corporations
Annual Reports Section
P.O. Box 6327
Tallahassee, FL 32314

Attn.: Sandra B. Mortham
Secretary of State

(via courier)

RE.: 2nd Notice of the 1998 Profit Corporation
Annual Report ("Annual Report")

With reference to the above captioned matter, please find enclosed herewith: (i) the 1998 Profit Corporation Annual Report ("Annual Report") duly filled out with updated information on Unibanco - União de Bancos Brasileiros S.A. ("Unibanco"); and (ii) a check in the total amount of US\$ 150.00 (one hundred and fifty dollars) to the Florida Department of State, for the due payment of the Annual Report filing fee.

Please be informed hereby that Unibanco has not received the 1st Notice of the Annual Report and the Florida Department of State has been informed accordingly. In connection therewith, Unibanco has been advised by the Florida Department of State to file the Annual Report and pay the filing fee in the amount stipulated in the 1st Notice, *i.e.*, US\$ 150.00 (one hundred and fifty dollars).

Additionally, with respect to "Block 12. Officers and Directors" of the Annual Report, please be informed hereby that as a result of a recent corporate reorganization which occurred in March 1998, Unibanco currently has two Executive Presidents, one for each of the Retail and Wholesale Banking Groups, and one Corporate Vice President (CFO), who will also be responsible for risk management.



UNIBANCO

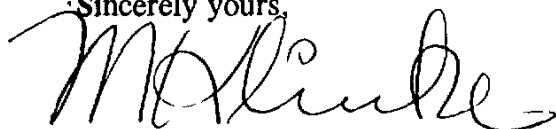
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In view of the foregoing and other additional alterations, we are enclosing with the Annual Report a current list of all members of the *Conselho de Administração* (Board of Directors) and the *Diretoria Executiva* (Executive Management) of Unibanco.

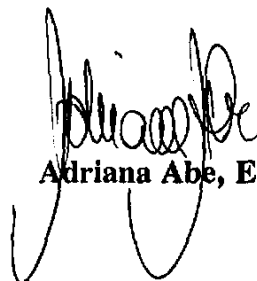
Thank you in advance for your attention to this letter and should you require any further information, please do not hesitate to contact:

- Mr. Clemente L. Vazquez-Bello of Gunster, Yoakley, Valdes-Fauli & Stewart, P.A., Outside Counsel of Unibanco in Florida
(Phone #: (305) 376-6082 / Fax #: (305) 376-6010)
- Mr. Marcos Pereira, General Manager of Unibanco Miami International Administrative Office
(Phone #: (305) 372-0100 / Fax #: (305) 350-5622)
- Ms. Marcia Klinke, In-House Counsel of Unibanco in Brazil
(Phone #: (55.11) 867-4183 / Fax #: (55.11) 867-4967/4763)

Sincerely yours,



Marcia Klinke, Esq.



Adriana Abe, Esq.

cc.: (w. encls.)

Clemente Vazquez-Bello - Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.

Marcos Pereira - Unibanco Miami International Administrative Office

(w/o. encls.)

Sergio Zappa - Unibanco International Area

