

F97000004272

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

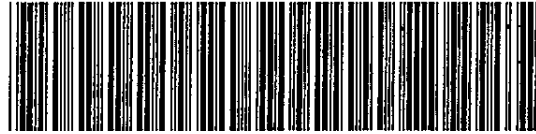
(Business Entity Name)

(Document Number)

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Susan

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T. Lewis 2/8/04

FILED  
04 JAN 27 2004  
JAN 27 2004

## TRANSMITTAL LETTER

*check* **TO:** ~~FLORIDA~~  
Amendment Section  
Division of Corporations

**SUBJECT:** TAM-TRANSPORTES AEREOS MERIDIONAIS, S.A.  
(Name of corporation)

**DOCUMENT NUMBER:** F97000004272

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MANUEL L. RIVERO  
(Name of person)

M.L. RIVERO & ASSOCIATES, INC.  
(Name of firm/company)

1313 PONCE DE LEON BLVD. STE. 201  
(Address)

CORAL GABLES, FL 33134  
(City/state and zip code)

For further information concerning this matter, please call:

MANUEL L. RIVERO at ( 305 ) 443-8500  
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &  
Certificate of Status



\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)



\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

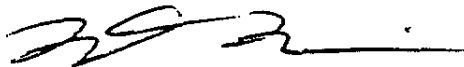
FILED  
04 JUN 27 AM 9 11  
FBI - NEW YORK

CM  
(Title of person signing)

Federative Republic of Brazil)  
State of Sao Paulo                    )  
City of Sao Paulo                    ) ss:  
Consulate General of the            )  
United States of America            )


**AMERICAN CONSULATE GENERAL**  
**SAO PAULO, BRAZIL**

I, **ROBERT KINGMAN**, Vice-Consul of the United States of America at Sao Paulo, in the State of Sao Paulo, Federative Republic of Brazil, commissioned and qualified, do hereby certify that **CARLOS BALANIUC**, whose signature and official stamp are respectively subscribed and affixed to this document, was on the 01st<sup>day</sup> of April 2003, the day of the date thereof, a Public Sworn Translator at Sao Paulo, in the State of Sao Paulo, Federative Republic of Brazil. In witness whereof I have hereunto set my hand and affixed the seal of the Consulate General of the United States of America at Sao Paulo on the 02<sup>nd</sup> day of April 2003.



Robert Kingman  
US Vice-Consul



  
Leonor Sandra Amado  
My Commission DD199883  
Expires April 03, 2007

# CARLOS BALANTIUC

Sworn Public Translator

Authorized by the Board of Trade of  
the State of São Paulo for the  
English language under number 277

Registrations  
N.I.T. 117.038.2583-1  
C.P.F.M.F. 188.121.718-34  
C.C.M. 8.361.264-8



Translation N.º 46023

Book N.º 402

Page(s) 044/045

Date: APRIL 01, 2003

01801-080 - Lgo. Sete de Setembro, 52 - 6th - Room 601 - Tel./Fax 3101-8028 - São Paulo - SP - Brazil

I hereby certify, for all the due purposes, that on this date I received a document in the Portuguese language, which I am translating into the English, with the following tenor:

The Federative Republic of Brazil  
26º TABELIONATO DE NOTAS  
(26th REGISTRY OFFICE)  
Paulo Roberto Gaiger Ferreira  
Notary Public/Clerk  
Address: Praça João Mendes, 42 - 1º Andar  
CEP 01501-000 São Paulo-SP, Brazil  
26@26notes.com.br

Prot.: 00019469

Book: 1880

Pages: 315/316

## CERTIFICATE

I hereby CERTIFY, at the interested party's request, based on article 6<sup>th</sup>, item II, of Federal Law 8.935/94, that after a search made in the books of this Registry Office, I found the act drawn-up in Book 1880, on page 315 (three hundred and fifteen), the tenor of which is as follows:

### POWER OF ATTORNEY GRANTED BY: TAM - LINHAS AÉREAS S/A.

KNOW ALL MEN by this public instrument of power of attorney that on the twenty-fourth (24<sup>th</sup>) day of the month of March of the year two thousand and three (2003), in this County and Capital City of São Paulo, attending to a call at the address located at Avenida Jurandir, 856, Lote 4, 2º andar, Jardim Ceci, before me, Notary, there appeared as grantor: TAM - LINHAS AÉREAS S/A, the new corporate name of TAM - TRANSPORTES AÉREOS MERIDIONAIS S/A, as per Special General Meeting (A.G.E.) dated November 30, 2000, duly filed with the JUCESP under N° 232.203/00-3, on December 12, 2000, the incorporator of TAM - TRANSPORTES AÉREOS REGIONAIS S/A, as per Special General Meeting (A.G.E.) dated November 30, 2000, duly filed with the JUCESP under N° 232.202/00-0, on December 12, 2000, with head office in this Capital City of São Paulo, at Avenida Jurandir, 856, Lote 4, 2º andar, Jardim Ceci, enrolled in the CNPJ under N° 02.012.862/0001-80, with its Corporate By-Laws consolidated by the Minutes of the Special General Meeting held on May 14, 2001, duly recorded with the Board of Trade of the State of São Paulo - JUCESP under N° 115.247/01-4, herein represented, on the terms of article 20, item "e", of said By-Laws, by its Directors RUY ANTONIO MENDES AMPARO, Brazilian, aeronautical engineer, married, holder of the identity card RG number 10.412.590-SSP-SP and enrolled in the CPF/MF under number 054.137.238-65, and JOSÉ WAGNER FERREIRA, Brazilian, business administrator, married, holder of the identity card RG number 8.458.390-SSP-SP and enrolled in the CPF/MF under number 761.452.558-20, both resident and domiciled in this Capital City, with office address at the grantor's head office, elected by the Regular General Meeting held on May 03, 2001, duly recorded with the JUCESP under N° 81.838/01-3, for a term of office to run until April 30, 2004, it being filed at this Registry Office in folders 05/2001 and 07/2001, under N°s 216 and 342, authenticated copies of the corporate documents mentioned above. - The appearers were duly identified as such by me, based on the identity cards exhibited to me, to which I bear witness. And the grantor, as represented above, told me that by means of this public instrument and on the terms of the law, hereby appoints and constitutes as its attorney-in-fact Mr. JOSÉ SALES FILHO, Brazilian, married, air service employee, holder of Brazilian Passport N° CL 290373, domiciled and resident in the city of Miami - Florida, United States of America, with business address at 5201 Blue Lagoon Drive, Suite 700; to whom it hereby confers a) GENERAL powers to act all over the United States of America territory, and for such purpose the attorney-in-fact is invested with powers to represent the grantor before any public authority, either federal, state or municipal, before the trade in general, with full powers to deal with any matter and to settle them in a definitive way, including in case of judicial actions brought against the grantor, being authorized to receive service of process for the grantor; b) powers to submit requests for documents before administrative authorities in general and specially before air authorities, Ministries and Customs and any public Government office, and c) powers to represent the grantor, in case of judicial actions, at any instances whatsoever, either civil or commercial, penal or criminal and/or labor instances, either as plaintiff or defendant (*demandante ou demandada*), being allowed, on this respect, to appoint lawyers with the clauses usually applicable to this kind of power of attorney, and in general, to perform all other acts deemed

Leonor Sandra Amado  
My Commission DD190833  
Expires April 03, 2007





BALANTIUC

TRADUTOR PÚBLICO JURAMENTADO



Tradução  
Translation

} Nº 46023 SWORN TRANSLATOR

Fls.  
Page

} Nº - 2 -

necessary for the good and faithful fulfillment of the present mandate. THIS POWER OF ATTORNEY SHALL BE IN FORCE FOR ONE (01) YEAR COUNTED AS FROM THE DATE HEREOF.  
- And so they said, to which I bear witness, they asked me to, and I have drawn up these presents to them which, after being read aloud to them, they accepted, granted and sign these presents. I, NIER NASCIMENTO SILVA, copyist clerk, have typed it. I, REYNALDO CARLOS REIS SMITH DA SILVA, authorized copyist clerk, have subscribed to it. {sgd} RUY ANTONIO MENDES AMPARO, JOSÉ WAGNER FERREIRA. Costs and Fees - To the Notary R\$116.88, to the State R\$33.02, to the IPESP 24.62, to the Civil Reg. R\$6.14, to the Justice Court R\$6.14, to the Santa Casa R\$1.18, Total R\$187.98. NOTHING ELSE appeared in said Power of Attorney from which on this day I caused the present certificate to be extracted and which is in accordance to its own original. São Paulo, March 25, 2003. I, {signature illegible}, REYNALDO CARLOS REIS SMITH DA SILVA, authorized copyist clerk, have checked it, subscribe to it and sign it publicly. The above is true, to which I bear witness.

{sgd} (illegible)

REYNALDO CARLOS REIS SMITH DA SILVA  
authorized copyist clerk

(There follows itemization of fees paid.)

NOTHING ELSE, I BEAR WITNESS.

A.501Cet/76.58Lin/Tam034/Balan/M189/497 - 02 Folhas - 03/04/03 14:44:13  
Emulmentes - 76.58Lin x 351.40" - 33107,35  
\*Tabela Oficial da JUCESP.



*Carlos Balantiuc*  
Sworn Public Translator - Reg. Jur. 277  
Data: APRIL 01 / 2003

*Leonor Sandra Almeida*  
My Commission DO199853  
Expires April 03, 2007

