

FINANCIACION COMERCIO INTERNACIONAL c/ Alcalá, 16 – 2ª planta 28014 - MADRID

Madrid, 19th May, 2005

Excmo. Sr. D. MANUEL FELIPE REGO

MINISTRY OF FINANCE OF BRAZIL
Procuraduria-Geral da Fazenda Nacional
Explanada dos Ministerio Bloco P, 8 andar, sala 805
70048-900 – BRASILIA - DF - BRASIL

C/C SECRETARIA DE ECONOMIA E FINANÇAS DA AERONAUTICA - SEFA COMANDO DA AERONAUTICA

Ref.: Transaction nr. BRA-740404

LOAN AGREEMENT between THE FEDERATIVE REPUBLIC OF BRAZIL, represented by THE MINISTRY OF FINANCE, and BANCO BILBAO VIZCAYA ARGENTARIA S.A., BNP PARIBAS, S.A., BANCO SANTANDER CENTRAL HISPANO, signed in Madrid, on19th May, 2005

Projects: Modernization of the P-3 Orion Maritime Patrol Aircraft, for amount of

USD. 400,000,000,-

CLX - Supply of 12 Aircrafts C-295, for amount of USD. 298,730,000,-

Dear Sir,

In accordance with the provisions of article 4.1 of the Buyer Credit Agreement signed for the captioned transaction, please be advised that the interest rate to be applied is 4.75%.

For purposes of the formalization of the transaction, we kindly request your express agreement to the interest rate to be applied to the Buyer Credit by signing this letter and returning same to us. This letter and your agreement to its terms and conditions shall both constitute Addendum nr. 1 to the captioned Credit Agreement.

We thank you in advance for your prompt attention and, looking forward to receiving your agreement, we remain,

SÓNIA DE ALMENDRA FRETTAS PORTELLA NUNES Attorney of the National Treasury

IN AGREEMENT:
REPUBLIC OF BRAZIL
MINISTRY OF FINANCE
Procuradoria-Geral da Fazenda Nacional

Yours sincerely

BBVA

Financiación Comercio Internacional

**VS Bilbaq inscrito en el Registro Mercantil de Vazaya, al tomo 3058, fulio 1, fujo 81 - 17 - A, inscripción 1035, eso C.I.F