

ALL – AMÉRICA LATINA LOGÍSTICA S.A.
Corporate Taxpayers' ID (CNPJ/MF) 02.387.241/0001-60
Companies Registry (NIRE) 413.000.19886
Publicly-held Company

**EXTRAORDINARY SHAREHOLDERS MEETING
CALL NOTICE**

The shareholders of ALL – América Latina Logística S.A. (the “Company”) are hereby invited to attend a meeting on August 8, 2006, at 03.00 p.m., at the Company’s headquarters, located at Rua Emílio Bertolini, 100, Bairro Cajuru, ZIP Code 82.920-030, in the city of Curitiba, state of Paraná, in order to deliberate on the following **Agenda:**

- (i) To change the item “a” of Article 2 of the Company’s Bylaws in order to include the Multimodal Transportation Operator in the Company’s corporate purpose;
- (ii) To acknowledge the exercise, by dissenting shareholders of the Company, Brasil Ferrovias S.A. (“Brasil Ferrovias”) and Novoeste Brasil S.A. (“Novoeste”), the withdraw right resulting from the merger, by the Company, of total shares issued by Brasil Ferrovias and Novoeste, approved on June 16, 2006, with the consequent amendment to the wording of Article 5, caput, of the Company’s Bylaws;
- (iii) To amend the wording of Article 14, caput, of the Company’s Bylaws, in order to allow for thirteen (13) the maximum number of members composing the Company’s Board of Directors;
- (iv) To elect the new members of the Company’s Board of Directors;
- (v) To amend the wording of Articles 25, caput, and 31 of the Company’s Bylaws in order to designate other Company’s officer positions, as well as, to include their attributions and powers, in compliance with the provisions of item IV of Article 143 of the Brazilian Corporate Law;
- (vi) To exclude the item “1” from Article 29 of the Company’s Bylaws, renumbering the remaining items;

- (vii) To exclude the item “e” from Article 30 of the Company’s Bylaws, renumbering the remaining items;
- (viii) To ratify the conversion of shares, to be made under the terms of Article 54, paragraph 1, item “ii) of the Company’s Bylaws, pursuant to the conditions establish in the Company’s Board of Directors meeting held on July 19, 2006, to be further informed by means of a Notice to Shareholders; and
- (ix) To approve the consolidation of the Company’s Bylaws in light of above mentioned resolutions.

General Information:

In order to attend the Extraordinary Shareholders Meeting called hereby, shareholders or their duly qualified attorneys-in-fact shall file the following documents at the Company’s headquarters no later than 48 hours prior to said meeting, (i) the power of attorney and/or the incorporation and corporate acts referring to their nomination, as the case may be, (ii) the representative’s ID; and (iii) statement of shareholder position issued by the custodian bank. Said documents shall be addressed to the Company’s headquarters, in attention to the Corporate and Project Department.

Curitiba, July 24, 2006.

Wilson de Ferro de Lara
Chairman of the Board of Directors