

ALL – AMÉRICA LATINA LOGÍSTICA S.A.
Corporate Taxpayers' ID (CNPJ/MF) 02.387.241/0001-60
Companies Registry (NIRE) 41300019886
Publicly-held Company

**PROPOSAL TO BE SUBMITTED TO THE
EXTRAORDINARY SHAREHOLDERS' MEETING
TO BE HELD ON SEPTEMBER 5, 2007**

The Board of Directors proposes for appreciation and deliberation by the Shareholders, at the Company's Extraordinary Meeting, the following matters:

i) New composition of the Board of Directors

- To consign the resignations presented by Messrs. Benjamin Powell Sessions, Bruce Hamilton McLeod and Fábio Schwartsman.
- To elect Mr. Sérgio Messias Pedreiro, CFO and IRO, who will serve in both positions.

Therefore, the Company's Board of Directors will be constituted as follows:

Seats	Sitting Member	Alternate
01	Mr. Wilson Ferro de Lara (President)	Vacant
02	Mr. Alexandre Behring Costa	Vacant
03	Mr. Pedro Pullen Parente*	Vacant
04	Mr. Bruce Mansfiel Flohr*	Vacant
05	Mr. Riccardo Arduini	Mr. Giancarlo Arduini
06	Mr. Antonio Carlos A.R. Bonchristiano	Vacant
07	Mr. Márcio Tabatchnik Trigueiro	Vacant
08	Mr. Caio Marcelo de Medeiros Melo	Mr. Henrique Amarante da Costa Pinto
09	Mr. Ricardo Carvalho Giambroni	Mrs. Maysa Oliveira da Volta
10	Mr. Guilherme Narciso de Lacerda	Mr. Demóstenes Marques
11	Mr. Bernardo Vieira Hees	Vacant
12	Mr. Sérgio Messias Pedreiro	Vacant
13	Vacant	Vacant

* Independent Member

ii) New composition of the Fiscal Council

- To consign the resignation presented by Mr. Rafael Sales Guimarães, member elected by preferred shareholders
- Conduction of Mr. Maurício Levi, alternate member, to occupy the vacant seat;
- Election of Mr. Rodrigo Sancovsky as alternate of Mr. Maurício Levi, whose a summary profile follows:

“Mr. Levi is graduated in Business Administration from the Getúlio Vargas Foundation (EAESP-FGV), with focus on Finance. He started his career at Merrill Lynch & Co, working for the Investment Banking and M&A areas. Afterwards, he worked as consultant at Bain & Company and served as Co-Manager and Variable Income Analyst at Rio Bravo Investimento. Since 2006, Mr. Levi has been working as Variable Income Analyst at Fama Investimentos. He is currently sitting member of the Fiscal Council of Indústrias Romi S.A. and Fibam Cia Industrial. He was born on January 16, 1979.”

Therefore, the Company’s Fiscal Council is constituted as follows:

Seats	Sitting Member	Alternate
01	Mr. Emanuel Sotelino Schifferle (President)	Mr. Daniel José dos Santos
02	Mr. Ricardo Scalzo	Mr. Marcelo Meth
03	Mr. Newton de Souza Junior	Mr. Teóguenes Leite Cavalcante
04	Mr. Maurício Levi*	Mr. Rodrigo Sancovsky *

* Members appointed by preferred shareholders.

These are the matters to be submitted.

Curitiba, August 17, 2007.

Wilson Ferro de Lara
Chairman of the Board of Directors