



ALL – AMÉRICA LATINA LOGÍSTICA S.A.
Corporate Taxpayer's ID (CNPJ/MF): 02.387.241/0001-60
Company Registry (NIRE) 41.300.019.886
Publicly-held Company
Category A

**MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON FEBRUARY 4, 2013**

1. **Date, Time and Venue:** On February 4, 2013, at 8:00 a.m., at Rua Emílio Bertolini, 100, Cajuru, in the city of Curitiba, state of Paraná.
2. **Presiding:** Chairman: Wilson Ferro de Lara; Secretary: Beatriz Primon de Orneles.
3. **Attendance:** The members of the Board of Directors listed in item 5 below.
4. **Resolutions:** The following resolutions were unanimously taken:
 - 4.1. Approve the publication of these minutes in a summary format.
 - 4.2. Document and respect the receiving of the resignation request presented by (a) Mr. **Bernardo Vieira Hees** on January 31, 2013 (i) from the position of sitting member of the Board of Directors and (ii) member of the Management and People Committee, to whom the Company is thankful for the services rendered in his period of office.
 - 4.2.1. Considering the vacant position, as a result of the resignation presented by Mr. Hees, and given that Mrs. Cristiane Gritsch, his alternate, declared not to be able to take the position of sitting member of the Company's Board of Directors, based on article 150 of Law 6,404/76, the other members of this Board appoint for the position of sitting member of the Board of Directors, Mr. **Carlos Fernando Vieira Gamboa**, Brazilian, married, economist, holder of identity card RG 482.450-MB and Individual Taxpayers' ID (CPF) 028.532.267-27, resident at Rua Lourenço de Almeida, nº 509/82, in the city and state of São Paulo/SP, Cep. 04508-900.
 - 4.2.1.1. The board member elected hereby (i) will be in office until the holding of the first Annual Shareholders' meeting on the end of the current term of office, the one occurring firstly; (ii) signed the Management's Instrument of Consent in compliance with the BM&FBOVESPA S.A. – Bolsa de Valores, Mercadorias e Futuros Novo Mercado Ruling; and (iii) took office upon the signature of the instrument drawn-up in the Company's records, after having declared that he is not impeded by special law, or convicted for bankruptcy, prevarication, bribery, graft, embezzlement, against welfare, public faith or property, or criminal penalty which prohibits, even temporarily, the access to public positions. He also declared that he does not hold any position in companies considered as peers of the Company and has no conflicting interest with the Company, pursuant to the provisions of article 147 of Law 6,404/76.

- 4.2.2.** In compliance with the provisions of article 21 of the Company's Bylaws, and considering above resolutions, with term of office expiring on the Annual Shareholders' Meeting of 2013, as set forth in article 17, paragraph 1, of the Bylaws, the sitting members of the Company's Board of Directors are: Wilson Ferro de Lara; Mario Mendes de Lara Neto; Carlos Fernando Vieira Gamboa; Riccardo Arduini; Giancarlo Arduini; Paulo Luiz Araújo Basílio; Nelson Rozental, Wagner Pinheiro de Oliveira; José Carlos Alonso Gonçalves; Henrique Amarante da Costa Pinto; Sérgio Ricardo Silva Rosa; Ricardo Schaefer; Linneu Carlos da Costa Lima; Raimundo Pires Martins da Costa and Eliane Aleixo Lustosa.
- 4.3.** As a consequence of the resignation mentioned on above item 4.2, to elect Mr. **Paulo Luiz Araújo Basílio** as member of the Company's Management and People Committee, installed by the Board of Directors' meeting held on November 10, 2004.
- 4.3.1.** To document that the Company's Management and People Committee is now constituted of the following members: Wilson Ferro de Lara, Riccardo Arduini, Nelson Rozental and Paulo Luiz Araújo Basílio, all of them members of the Company's Board of Directors.
- 5. Closure:** There being no further matters to address, the Board of Director's meeting was adjourned and these minutes were drawn up, read, approved and signed by all attendees. (Sgd.): *Wilson Ferro de Lara; Mario Mendes de Lara Neto; Riccardo Arduini; Giancarlo Arduini; Paulo Luiz Araújo Basílio; Henrique Amarante da Costa Pinto; Nelson Rozental; Wagner Pinheiro de Oliveira; Sérgio Ricardo Silva Rosa; José Carlos Alonso Gonçalves; Ricardo Schaefer; Raimundo Pires Martins da Costa; Linneu Carlos da Costa Lima and Eliane Aleixo Lustosa.*

This is a free English translation of the original document filed in the Company's records.

Curitiba, February 4, 2013.

Beatriz Primon de Orneles
OAB/PR 59.565
Secretary / Attorney's Initials