

Protocol of Intentions between the Brazilian National Confederation of Industry and the United States Chamber of Commerce on the Science Without Borders Program

The **Brazilian National Confederation of Industry** (hereinafter referred to as “CNI”), the voice of the Brazilian manufacturing sector representing all 27 Brazilian state-level Federations of Industries, more than 1,000 sectoral business associations, and nearly 100,000 companies,

and

The **United States Chamber of Commerce** (hereinafter referred to as “Chamber”), the world’s largest business organization representing the interests of more than 3 million businesses of all sizes, sectors, and regions,

REAFFIRMING their longstanding partnership to foster business growth and to better the business environment in and between Brazil and the United States,

CONSIDERING their Memorandum of Understanding of April 9, 2012,

HAVE REACHED the following Protocol of Intentions:

I. PURPOSE

The purpose of this Protocol of Intentions is for CNI and the Chamber to join efforts to promote and facilitate the implementation of the “Science Without Borders” program (hereinafter referred to as “SWB”) with U.S. companies, with the Chamber, through the U.S. Section of the Brazil-U.S. Business Council (hereinafter referred to as “BUSBC”), acting as a facilitator and interlocutor for CNI in the United States and its active participation in disseminating the program and in selecting proposals from interested parties.

II. SCOPE

CNI and the Chamber shall voluntarily work together to promote and facilitate the implementation of the SWB program with U.S. companies, with a particular emphasis on the manufacturing sector. To this end, the BUSBC, in agreement with the Chamber, will designate one of its staff as “SWB Desk” to work together with CNI and U.S. companies to pursue the goal of this Protocol of Intentions.

III. FINANCIAL RESOURCES

The present Protocol of Intentions does not involve the transfer of financial resources between the signatories, each of which shall bear the necessary expenses related to their respective performance.

CNI and the Chamber are voluntarily entering into this Protocol of Intentions as equals. Neither is hiring or retaining the other. Neither shall represent the other and neither shall compensate the other for any activities undertaken in furtherance of the goals of this Protocol of Intentions.

IV. MODIFICATIONS

The present Protocol of Intentions may be modified at any time upon agreement between CNI and the Chamber. All such modifications shall be done in writing and signed by appropriate individuals from both organizations.

V. ENTRY INTO FORCE

The present Protocol of Intentions shall enter into force on the date of its signature and shall remain in force until terminated by either of the parties.

VI. NOTICE

The present Protocol of Intentions may be terminated at any time by either signatory through written notice.

VII. USE OF NAME AND TRADEMARK

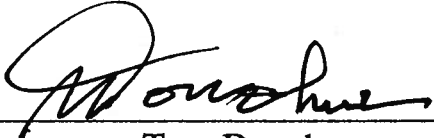
The name and trademark of the signatories can only be used reciprocally by the signatories, exclusively in the pursuit of the object of the present Protocol of Intentions, as long as previously and expressly authorized by the Party owner of the trademark, under penalty of the infringing Party being held responsible for the losses and damages arising from the unauthorized use.

AND, BY MUTUAL AGREEMENT, the signatories signed the present Protocol of Intentions in two (2) originals, either before two witnesses or before a duly authorized Notary Public or the equivalent as recognized under the laws of the United States.

Washington, April 9, 2012.

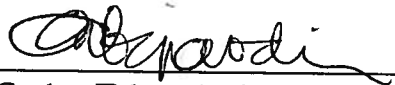


Robson Braga de Andrade
President
Brazilian National Confederation of Industry



Tom Donohue
President & CEO
United States Chamber of Commerce

Acknowledged and agreed:



Carlos Eduardo Abijaodi
Director for Industrial Development
Brazilian National Confederation of Industry

Acknowledge and agreed:



Myron Brilliant
Senior Vice President
United States Chamber of Commerce