Annex III

Term of Commitment to the Constitution of A Privately Held Company

MINIMUM ELEMENTS FOR THE SUBMISSION OF A TERM OF COMMITMENT TO CONSTITUTE A PRIVATELY HELD COMPANY

(I) Denomination of the Individual Participant or Consortium;

(II) Qualification of the Individual Participant or the Consortium Members;

(III) The composition of the Company's share capital, indicating the percentage of participation of each shareholder or consortium member in its capital, if there is formation of a Consortium;

(IV) Preparation of Bylaws, the wording of which must be previously approved by the Selection Committee, establishing the payment of 5% on the Company's annual Net Operating Revenue, over the grant period, whose annual allocation to CODIN shall be held up to thirty (30) days from the approval of the financial statements, as Variable Value of Grant;

(V) The Company's administration bodies, including the installation of the Fiscal Council, whose members will be appointed by CODIN;

(VI) Indication of the Leading Company as responsible for the acts committed by the Consortium before CODIN and the State of Rio de Janeiro, if any; and,

(VII) Express declaration of all consortia, if any, of acceptance of solidarity responsibility with respect to the object of this Public Selection fully covering all obligations assumed in this Selection.