

São Paulo, March 31, 2005

To

SEC Headquarters

450 Fifth Street, NW
Washington, DC 20549
Office of Investor Education and Assistance
(202) 942-7040

Dear Sirs,

We make reference to the announcement made by the U.S. Securities Exchange Commission (SEC) on February 7, 2005 related to the roundtable discussion to be held on April 13, 2005 at the SEC's Washington D.C. offices regarding the experiences of registrants, accounting firms, investors and others in implementing the new internal control requirements under Section 404 of the Sarbanes-Oxley Act of 2002.

We would like take this important opportunity to offer you our written comments on this matter, focusing on some issues, quite common, that are applicable to our company.

With respect to the question whether compliance with Section 404 has affected our company's view of maintaining a presence in the U.S. capital market, we would like to state that Section 404 had a high financial and administrative impact on most foreign filers. This impact represents a competitive disadvantage for foreign filers since most local competitors are not subject to this burden. Additionally, Section 404 did not consider local regulatory rules and regulations, which in many countries require financial institutions and/or locally listed firms to implement similar, but not Section 404 consistent processes and controls. While the U.S. Capital market is still the main foreign source of liquidity for many Latin American companies, the above mentioned competitive disadvantages are changing local markets perception and will lead to a continuous move of equity capital flows to Europe, specifically the UK, where the regulatory environment is less volatile and bureaucratic, and more pragmatic even though, at present, our company is not yet considering any steps to exit the U.S. capital markets.

We estimate that it has been spent more then 30,000 hours by management and staff for first time documenting and testing of the internal controls and procedures for financial reporting.

Considering SEC announced that foreign private issuers will be provided with relief from compliance with Section 404 until the first fiscal year ending on or after July 15, 2006, information regarding the professional fees paid to the independent auditor for Section

404 services, the costs incurred in implementing technology solutions to meet Section 404 requirements, as well as the professional fees paid to counsel in connection with Form 20-F and the impact on D&O premium attributable to disclosures required by underwriters concerning Section 404 compliance, are not yet available.

We remain at your disposal for any additional clarification you might deem necessary.

Yours sincerely,

Unibanco – União de Bancos Brasileiros S.A.