EMBRATEL PARTICIPAÇÕES S/A
Joint stock corporation under Brazilian law, registered as a Corporate Taxpayer with the Ministry of Finance under No. **CNPJ/MF 02.558.124/0001-12**
State Company Registration No. NIRE 3330026237-7

MINUTES OF BOARD OF DIRECTORS MEETING
Free Translation from Portuguese

DATE, TIME AND PLACE: April 20, 2004 at 12:30 PM at the Company's registered offices, located at Rua Regente Feijó, No. 166/1687-B, in the downtown district (Centro) of the City of Rio de Janeiro, State of Rio de Janeiro (RJ).

PARTIES PRESENT: Majority of Board Members.

AGENDA AND DECISIONS: Election of the Chairman and Vice-Chairman of the Company's Board of Directors. The Board Members decided to elect Mr. DANIEL ELDON CRAWFORD, US citizen, divorced, engineer, bearer of Brazilian alien registration identity card No. RNE V228449-A, registered with the Ministry of Finance as an individual income taxpayer (CPF/MF) under No. 054.791.737-66, resident and domiciled in this City, with commercial residence at Av. Presidente Vargas, No. 1012/15° andar, Centro, City of Rio de Janeiro/RJ, to the position of Chairman of the Company's Board of Directors, and Mr. DILIO SERGIO PENEDO, Brazilian citizen, married, engineer, bearer of identity card No. RG 32173450-6, issued by the São Paulo State Secretary of Public Safety (SSP-SP) and tax registration No. CPF/MF 024.211.787-20, resident and domiciled in this City, with commercial residence at Av. Presidente Vargas, No. 1012, 15º andar, Centro, City of Rio de Janeiro/RJ, to the position of Vice-Chairman of the Board of Directors of Embratel Participações S.A., with abstentions being recorded for Messrs. Daniel Eldon Crawford and Dilio Sergio Penedo. There being no further business to attend to, these Minutes were drawn up and signed by the Board Members present at the meeting. Rio de Janeiro, April 20, 2004. Signed: Daniel Eldon Crawford; Dilio Sergio Penedo; Jorge Luis Rodriguez; Luis Fernando Motta Rodrigues; Antonio Carlos Tettamanzy; Joaquim de Sousa Correia; Cláudia de Azerêdo Santos – Secretary-General.

I hereby certify that this is a faithful copy of the Minutes drawn up in the appropriate record book.

Cláudia de Azerêdo Santos
Secretary-General.