



SUZANO BAHIA SUL PAPEL E CELULOSE S.A.

Publicly held company

CNPJ/MF nº 16.404.287/0001-55

NIRE 29.300.016.331

CONVOCATION

EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS

Stockholders of **Suzano Bahia Sul Papel e Celulose S.A.** (“**the Company**”) are hereby called to an Extraordinary General Meeting of Stockholders to be held on July 6, 2006, at 2.30 pm, at the Company’s head office, at Avenida Tancredo Neves 274, Centro Empresarial Iguatemi II, Block B, Suites 121 and 123, Pituba, Salvador, Bahia, Brazil to decide on the following matters:

- (i) the company’s fourth issue of debentures: consisting of up to 242,000 (two hundred and forty two thousand) book-entry debentures with floating guarantee convertible into common shares and preferred shares in the Company, for private placement, in the amount of up to R\$ 242,000,000.00 (two hundred and forty two million Reais); and
- (ii) change in the Company’s name to Suzano Papel e Celulose S.A. and consequent alteration of Clause 1 of the Company’s Bylaws.

Salvador, June 19, 2006.

David Feffer

Chairman of the Board of Directors