

Gol Intelligent Airlines Inc.
Form 6-K
July 13, 2006

**SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 6-K

**REPORT OF FOREIGN ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 OF THE
SECURITIES EXCHANGE ACT OF 1934**

For the month of July, 2006

(Commission File No. 001-32221) ,

GOL LINHAS AÉREAS INTELIGENTES S.A.
(Exact name of registrant as specified in its charter)

GOL INTELLIGENT AIRLINES INC.
(Translation of Registrant's name into English)

**Rua Tamoios 246
Jardim Aeroporto
04630-000 São Paulo, São Paulo
Federative Republic of Brazil**
(Address of Registrant's principal executive offices)

Indicate by check mark whether the registrant files or will file
annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark whether the registrant by furnishing the
information contained in this Form is also thereby furnishing the
information to the Commission pursuant to Rule 12g3-2(b) under
the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicated below the file number assigned to the
registrant in connection with Rule 12g3-2(b):

GOL LINHAS AÉREAS INTELIGENTES S.A.
CNPJ n.º 06.164.253/0001-87
N.I.R.E. 35.300.314.441

MINUTES OF THE BOARD OF EXECUTIVE OFFICERS'
MEETING HELD ON JULY 10 TH, 2006

I. Date, Time and Place: 10 of July, 2006, at 9:00 a.m., at Rua Gomes de Carvalho, No. 1.629, 15 th floor, in the City of São Paulo, State of São Paulo. **II. Call:** Members of the Board of Executive Officers were called by the Chief Executive Officer, as required by the Company's by-laws. **III . Attendance:** All the members of the Board of Executive Officers. **IV. Board Composition:** Mr. Constantino de Oliveira Júnior, as President and Mr. Richard Freeman Lark Jr., as Secretary. **V. Agenda:** Analysis and discussion of the proposal to be submitted to approval by the General Shareholders' Meeting, relating to certain terms and conditions applicable to the debentures convertible into preferred shares of the Company ("Debentures") and to the securities convertible into American Depositary Shares ("ADSs") representing preferred shares of the Company ("Notes"). **VI. Resolutions:** The members of the Board of Executive Officers resolved, by unanimity, submit to the General Shareholders' Meeting a proposal for: (i) increasing the Initial Dividend Threshold (as defined in item (e) of Annex III of the Minutes of the General Extraordinary Shareholders' Meeting dated as of June 19, 2006) to US\$ 0.15 (or its equivalent in Brazilian reais) for each preferred share and/or ADS, as the case may be and (ii) defining parameters for the Conversion Rate for the Debentures and the Notes into preferred shares and/or ADSs, as the case may be, which shall be defined as an amount of shares between 20 to 25 shares or ADSs, as the case may be, per US\$ 1,000.00 principal amount (or its equivalent in Brazilian reais) of Debentures and/or of Notes, as the case may be, being the final conversion rate of the Debentures and the Notes defined by the Board of Directors. **VIII. Closing and Approval of the Minutes:** Nothing else to be resolved, the works were suspended for the time necessary to register this minute. Reopened the works, the present minute was read and, found in conformity, executed by all present shareholders. **IX. Place and Date:** São Paulo, 10 of July of 2006. President Mr. Constantino de Oliveira Júnior; Secretary Richard Freeman Lark Jr. Attending all members of the Board of Executive Officers. The present is a truthful copy of the minute registered in the proper book.

Constantino de Oliveira Júnior
President

Richard Freeman Lark Jr.
Secretary
