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Vivo Participacoes S.A.
Form 424B3
April 05, 2006

THE BANK OF NEW YORK
NEW YORKS FIRST BANK FOUNDED 1784 BY ALEXANDER
HAMILTON
101 BARCLAY STREET, NEW YORK, N.Y. 10286
AMERICAN DEPOSITARY RECEIPTS

April 5, 2005

U.S. Securities & Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549
Attn.: Document Control

Re: American Depositary Shares evidenced by
American Depositary Receipts representing
nonvoting preferred shares of Telesp Celular
Participacoes S.A. Form F6, Registration No.
333100644 and 3339470.

Ladies and Gentlemen:
Pursuant to Rule 424b3 under the Securities Act
of 1933, as amended, on behalf of The Bank of
New York, as Depositary for securities against
which American Depositary Receipts are to be
issued, we attach a copy of the new prospectus
Prospectus reflecting a change in the number of
shares represented by each American Depositary
Share.

As required by Rule 424e, the upper right hand
corner of the cover page has a reference to Rule
424b3 and to the file number of the registration
statement to which the Prospectus relates.

Pursuant to Section III B of the General
Instructions to the Form F6 Registration
Statement, the Prospectus consists of the revised
form of ADR certificate.

Please contact me with any questions or
comments on 212 8154831.

Very truly yours,
Monica Vieira
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Encl.
cc: Paul Dudek, Esq.