

TELE NORTE LESTE PARTICIPACOES SA  
Form 425  
June 30, 2011

Filed by Brasil Telecom S.A.

Pursuant to Rule 425 of the Securities Act of 1933

Subject Company: Tele Norte Leste Participações S.A.

Commission File No.: 001-14487

THE FOLLOWING ARE MATERIALS MADE PUBLIC BY BRASIL TELECOM S.A. RELATING TO THE PROPOSED MERGER OF TELE NORTE LESTE PARTICIPAÇÕES S.A. WITH AND INTO BRASIL TELECOM S.A.

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**Additional Information and Where to Find It:**

This communication contains information with respect to the proposed merger (*incorporação*) of Tele Norte Leste Participações S.A. ( TNL ) with and into Brasil Telecom S.A. ( Brasil Telecom ).

In connection with the proposed merger of TNL into Brasil Telecom, Brasil Telecom plans to file with the Commission (1) a registration statement on Form F-4, containing a prospectus which will be mailed to the shareholders of TNL, and (2) other documents regarding the proposed merger.

**We urge investors and security holders to carefully read the prospectus and other relevant materials when they become available as they will contain important information about the proposed merger.**

Investors and security holders will be able to obtain the documents filed with the Commission regarding the proposed merger, when available, free of charge on the Commission's website at [www.sec.gov](http://www.sec.gov) or from Brasil Telecom.

**EXHIBITS**

**Exhibit  
Number**

**Description of Document**

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| 1 | Minutes of the Extraordinary Board of Directors Meeting of Brasil Telecom S.A., held on June 29, 2011 (English Translation).   |
| 2 | Material Fact filed by Brasil Telecom S.A. with the Brazilian Securities Commission ( <i>Comissão de Valores Mobiliários</i> ) on June 29, 2011 (English Translation). |