

TIM PARTICIPACOES SA  
Form 6-K  
December 24, 2008

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 6-K**

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of the  
Securities Exchange Act of 1934

**For the month of December, 2008**

**Commission File Number 001-14491**

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**TIM PARTICIPAÇÕES S.A.**

(Exact name of registrant as specified in its charter)

**TIM PARTICIPAÇÕES S.A.**

(Translation of Registrant's name into English)

**Av. das Américas, 3434, Bloco 1, 7º andar Parte  
22640-102 Rio de Janeiro, RJ, Brazil**

(Address of principal executive office)

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

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**TIM PARTICIPAÇÕES S.A**

**Notice to the Market**

**Telecom Italia announces its new organizational structure**

**Rio de Janeiro, December 23, 2008** TIM Participações S.A. (BOVESPA: TCSL3, and TCSL4; and NYSE: TSU), which retains direct control of TIM Celular S.A. and indirect control of TIM Nordeste S.A., providing nationwide telecommunication services, announces that the Company's indirect controller, Telecom Italia SpA ( Telecom Italia ), issued today a notice to the market with the following statement:

Telecom Italia is reorganizing its structure as part of the drive for greater efficiency announced at the presentation of the Group's 2009/2011 Strategic Plan. This reorganization covers domestic business, disposals, and international operations.

At TIM Brasil, it will be proposed that Luca Luciani be coopted on to the Board of Directors and nominated as CEO, while Mario Cesar de Araujo will be proposed as Chairman of TIM Participacoes.

**Mario Cesar Pereira de Araujo**  
Investor Relations Interim Officer

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

TIM PARTICIPAÇÕES S.A.

Date: December 23, 2008

By: /s/ Mario Cesar Pereira de Araujo

Name: Mario Cesar Pereira de Araujo

Title: Chief Executive Officer

**FORWARD-LOOKING STATEMENTS**

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.

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