



CORPORATE
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POWER OF ATTORNEY

CARLINA S.A. LP., a Canadian Limited Partnership, whose registered office is situated at 45B West Wilmot Street, Suite 22, Richmond Hill, Ontario, L4B 2P3, Canada (hereinafter referred to as "the Partnership") herein represented by its Registered Agent, **VGW (CANADA) LP.**, represented by its General Counsel, **ALEXANDRA MEADE** (hereinafter referred to as "the Agent") does hereby grant a **General Power of Attorney** in favor of **GUILLERMO ADRIÁN CAMACHO INTRIAGO**, citizen of Ecuador (Passport n. 171638244-3), hereinafter referred to as "the Attorney", to manage the Partnership's affairs according to the following:

To manage, execute and realize, on behalf of the Partnership, all the transactions related to every movable or immovable, corporeal or incorporeal, property of the Partnership. The Attorneys will be able to sign forms, contracts, public contracts, declarations, certifications, and every other document that might be necessary to sign in order to achieve the object of this Power of Attorney.

To receive, dispose, transfer every movable or immovable, corporeal or incorporeal, the Partnership owns, with faculty to sign every kind of document public or private that might be necessary for the negotiation, sale and transfer of movable or immovable (forms, promissory contracts, contracts, public contract of sale, certifications, and petitions to the Municipality).

To purchase, acquire, receive on behalf of the Partnership every kind of movable or immovable properties for any other reason, being able to sign whatever kind of document public or private that might be necessary for the negotiation, sale and transfer of movable or immovable (forms, promissory contracts, contracts, public contract of sale, certifications, and petitions to the Municipality).

To lease, pledge, mortgage, encumber, donate, sell, rent, or dispose of in any way or manner, the movable or immovable, corporeal or incorporeal, properties of the Partnership.

To represent the Partnership in matters of administration as well as in all affairs of management and situations in which the Partnership has an interest, also in general partnerships or joint ventures; to buy stocks or shares of any kind in other companies; to take part in Assemblies or meetings in order to make any kind of agreements, including agreements of constitution, transformation, increase of capital and dissolution of companies; to attend, participate and be present in all kind of Ordinary, Extraordinary or Universal General Meetings held in the Partnership or companies of which **CARLINA S.A. LP.**, is or becomes a partner or shareholder, intervening with voice and vote, signing the minutes and protecting or making protect the rights granted to the represented by law or by the statutes that govern the Partnership or Partnerships; to suggest, accept or deny whatever

VGW (CANADA) LP
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JESUS GONZALEZ
MY COMMISSION # FF 011861
EXPIRES: May 20, 2017
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CORPORATE
SERVICES



appointment proposed to the Partnership by the Partnership or Partnerships of which **CARLINA S.A. LP.** is or becomes a partner or shareholder.

To buy, sell, cede, transfer, subscribe, endorse, permute, pledge, encumber or transfer them to a trust, stocks or shares of any kind in other companies the Partnership owns or will get to own in the future in the companies of which **CARLINA S.A. LP.** is or becomes a partner or shareholder, receiving the corresponding share certificates, as well as sign endorsements and subscribe deeds, notes or notifications of transfer, bills or share certificates, in order to achieve the object of this Power of Attorney.

To represent the Partnership in matters of administration as well as in all affairs of management and situations in which the Partnership has an interest, also in general partnerships or joint ventures.

To take part in Assemblies or meetings in order to make any kind of agreements, including agreements of constitution, transformation, increase of capital and dissolution of companies; to attend, participate and be present in all kind of Ordinary, Extraordinary or Universal General Meetings held in the Partnership or Partnerships of which **CARLINA S.A. LP.** is or becomes a partner or shareholder, intervening with voice and vote, signing the minutes and protecting or making protect the rights granted to the represented by law or by the statutes that govern the Partnership or Partnerships.

To be able to claim and receive legal, judicial or extrajudicial, the values that the Principal owns or come to possess in the Partnership or Partnerships, by way of profits, and in proportion to the units or shares belonging to it; therefore, she is entitled to sign any receipt or document related to profits or for any other reason.

To open and/or close, manage and operate current or savings account on behalf of their principal. The Attorneys will be able to administer the current or savings account with their sole separate signature, in the name of the Principal.

To realize whichever act on behalf of the Partnership with whatsoever Financial Institution, to obtain, renew or cancel credits, mortgages or other pending obligation existing or in the future.

To issue notes, signs, bills of exchanges as a drawer, acceptor, endorser or guarantor; accept obligations, be they of a commercial or civil nature. To deliver, pay, cancel or receive money, checks, deposits or whatever other monetary value, with faculty to endorse checks to the bank account the Partnership owns.

To realize every act or transaction, with the Ecuadorian Service of Internal Revenues (SRI) to obtain, update, cancel the Unique Register of Taxpayers (RUC), to pay whatever kind of

VG V (CANADA) LP
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Richmond Hill, Ontario L4B 2P3
Canada



JESUS GONZALEZ
MY COMMISSION # FF 011861
EXPIRES: May 20, 2017
Bonded Third Budget Notary Services



CORPORATE
SERVICES



tax, tribute, special contribution, among others; to file whatever kind of declaration, consultation or testimony.

To represent the Principal in any judicial or extra-judicial matter currently pending or appearing in the future, on demand or defend its interests, rights and actions, and may propose and continue demands, answer orally or in writing where appropriate; exercising, desisting, negotiating, extinguishing or running out the rights and actions or exceptions related, in all its incidents and instances, of every nature in front of any competent authority either Courts, Tribunals, Agencies, Corporations, Authorities and officials, either by themselves or through others, and even, in all kinds of acts of judicial or extrajudicial conciliation, until the completion thereof.

To demonstrate, exhibit or declare the express consent of **CARLINA S.A. LP.** when requested by the Law.

The Power of Attorney herein granted may be used and exercised by **GUILLERMO ADRIÁN CAMACHO INTRIAGO** to act individually in any part of the world, including any country, state, colony, province, municipality, or political subdivision of any country.

This Power of Attorney shall remain in full force and effect indefinitely, or until such time as expressly revoked by the Partnership or surrendered by the Attorneys.

Issued and signed on December 26th, 2016, in the city of Richmond Hill, Ontario, Canada.

For and on behalf of **CARLINA S.A. LP.**

Registered Agent
VGV (CANADA) LP.
Alexandra Meade
General Counsel
CARLINA S.A. LP.,

VGV (CANADA) LP
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EXPIRES: May 20, 2017
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SERVICES



PODER GENERAL

CARLINA S.A. LP. una Sociedad de Responsabilidad Limitada Canadiense, con domicilio social en 45B West Wilmot Street, Suite 22, Richmond Hill, Ontario, L4B 2P3, Canada (en adelante, "la Sociedad") representada por su Agente Registrado, **VGV (CANADA) LP.**, Representada por su Consejero General, **ALEXANDRA MEADE** (en lo sucesivo "el Agente") otorga un Poder General a favor de **GUILLERMO ADRIÁN CAMACHO INTRIAGO**, ciudadano del Ecuador (Pasaporte 171638244-3), en adelante denominada "el Abogado", para administrar los asuntos de la Sociedad de acuerdo a lo siguiente:

Gestionar, ejecutar y llevar a cabo, en nombre de la Sociedad, todas las transacciones relacionadas con cualquier bien mueble o inmueble, materiales o inmateriales, de la Sociedad. Los Abogados podrán firmar formularios, contratos, contratos públicos, declaraciones, certificaciones y cualquier otro documento que sea necesario firmar para lograr el objeto del presente Poder General.

Recibir, disponer, traspasar todo bien mueble o inmueble, materiales o inmateriales, que la Sociedad la posea, con facultad de firmar todo tipo de documentos públicos o privados que sean necesarios para la negociación, venta y cesión de bienes muebles o inmuebles (formularios, contratos de promesa, contratos, contratos públicos de venta, certificaciones y peticiones a la Municipalidad).

Comprar, adquirir, recibir por cualquier razón, a nombre de la Sociedad toda clase de bienes muebles o inmuebles, pudiendo firmar cualquier tipo de documento público o privado que sea necesario para la negociación, venta y transferencia de bienes muebles o inmuebles (formularios, contratos de promesa, contratos, contratos públicos de venta, certificaciones y peticiones a la Municipalidad).

Alquilar, adquirir compromisos, hipotecar, gravar, donar, vender, alquilar o disponer de cualquier forma o manera, las propiedades muebles o inmuebles, materiales o inmateriales de la Sociedad.

Representar a la Sociedad en temas de administración, así como en todos los asuntos de administración y en situaciones en que la Sociedad tenga interés, adicionalmente en sociedades en general o negocios conjuntos; comprar acciones o participaciones de cualquier tipo en otras empresas; Participar en Asambleas o reuniones con el fin de celebrar cualquier tipo de acuerdos, incluyendo acuerdos de constitución, transformación, aumento de capital y disolución de Sociedades; Asistir, participar y estar presente en todo tipo de Asambleas Ordinarias, Extraordinarias o Universales celebradas en la o las c Sociedad de las cuales **CARLINA S.A. LP.** es o se convierte en socio o accionista, interviniendo con voz y voto, firmando las actas y protegiendo o protegiendo los derechos

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JESUS GONZALEZ
MY COMMISSION # FF 011861
EXPIRES: May 20, 2017
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Llevar a cabo cada acto o transacción con el Servicio de Rentas Internas del Ecuador (SRI) para obtener, actualizar, cancelar el Registro Único de Contribuyentes (RUC), pagar cualquier tipo de impuesto, tributo, contribución especial, entre otros; Para presentar cualquier tipo de declaración, consulta o testimonio.

Representar al Mandante en cualquier asunto judicial o extrajudicial que se encuentre pendiente o en el futuro, a petición o en defensa de sus intereses, derechos y acciones, pudiendo proponer y continuar demandas, contestar oralmente o por escrito cuando se considere necesario; Ejercer, desistir, negociar, extinguir o cuando se hayan agotado los derechos y acciones o excepciones relacionadas, en todos sus incidentes e instancias, de cualquier naturaleza frente a cualquier autoridad competente, ya sea en Cortes, Tribunales, Agencias, Corporaciones, Autoridades y funcionarios o por medio de otros, e incluso, en todo tipo de actos de conciliación judicial o extrajudicial, hasta su finalización.

Para demostrar, exhibir o declarar el consentimiento expreso de **CARLINA S.A. LP.** Cuando así lo solicite la Ley.

El Poder General otorgado por éste medio podrá ser utilizado y ejercitado por **GUILLERMO ADRIÁN CAMACHO INTRIAGO** para actuar individualmente en cualquier parte del mundo, incluyendo cualquier país, estado, colonia, provincia, municipio o subdivisión política de cualquier país.

Este Poder General permanecerá en plena vigencia y efecto indefinidamente, o hasta el momento que sea expresamente revocado por la Sociedad o entregado por los Abogados.

Publicado y firmado el 26 de diciembre de 2016, en la ciudad de Richmond Hill, Ontario, Canada.

Por y en nombre de **CARLINA S.A. LP.**

State of Florida
County of MIAMI DADE
Sworn to and subscribed before me
this 26 day of JAN. 2017
By ALEXANDRA MEADE
Produced Identification ✓
Type of ID PASSPORT
Notary JESUS GONZALEZ

Agente Registrado
VG V (CANADA) LP.
Alexandra Meade
Consejero General
CARLINA S.A. LP.

RAZÓN: Doy fe que el presente documento que consta de 4 fojas útil as compulsas de la copia que me fue exhibida y devuelta al interesado.
Quito a, 02 MAR. 2017

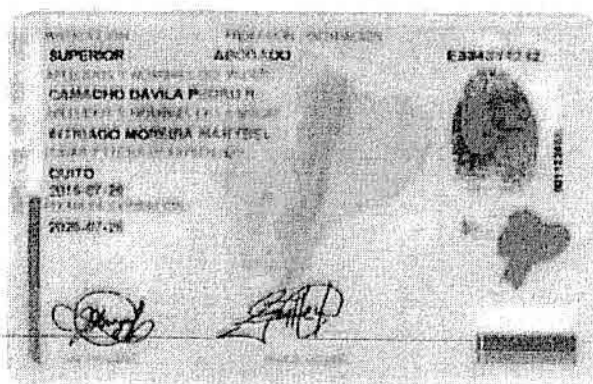


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Dr. Rolando Falconi Molina
NOTARIO VIGESIMO NOVENA DEL CANTÓN QUITO



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Quito a, 02 MAR. 2017

Dr. Rolando Falconi Molina
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