REPÚBLICA DEL ECUADOR





NÓMINA DE SOCIOS O ACCIONISTAS DE UNA COMPAÑÍA EXTRANJERA QUE A SU VEZ ES SOCIA O ACCIONISTA DE COMPAÑÍA ECUATORIANA

1. COMPAÑÍA ECUATORIANA

NOMBREIMPORPOINT S. A.NUMERO DE EXPEDIENTE110069NOMBRE Y CARGO DEL REPRESENTANTE LEGALRIBAS DOMENECH JOSE ENRIQUE

2. COMPAÑÍA EXTRANJERA SOCIA O ACCIONISTA DE LA SOCIEDAD ECUATORIANA

 NOMBRE
 ATLANTIC CONSTRUCTION LLC

 NACIONALIDAD DE LA COMPAÑÍA EXTRANJERA
 ESTADOUNIDENSE

 DOMICILIO
 2701 SILVERSIDE RD. NEW CASTLE COUNTY WILMINGTON DELAWARE 19808

NOTA 1.- A este formulario se debe acompañar una certificación extendida por la autoridad competente del país de origen o Cónsul del Ecuador en la que se acredite que la sociedad en cuestión se encuentra legalmente existente en dicho país.

3. APODERADO LOCAL DE LA COMPAÑÍA EXTRANJERA SOCIA O ACCIONISTA DE LA COMPAÑÍA ECUATORIANA

NOMBRES Y APELLIDOS COMPLETOS HUMBERTO JACINTO NOBOA JUSTAVINO NACIONALIDAD ECUATORIANA NÚMERO DE IDENTIFICACIÓN PERSONAL 0904244324 DOMICILIO AV. FRANCISCO DE ORELLANA Y ALBERTO BORGES ED. CENTRUM PISO 11

SUPERINTENDENCIA DE COMPAÑÍAS			
DATOS DE LOS SOCIOS O ACCIONIST	AS DE LA COM	PAÑÍA EXTRANJE	RA TRAD IN DIS
No. Nombres y Apellidos completos	Estado Civil	Nacionalidad	Domicilio
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este formulario hubiere sido otorgado en el e:	xterior, deberá esta		nsul ecuatoriano o apostillado

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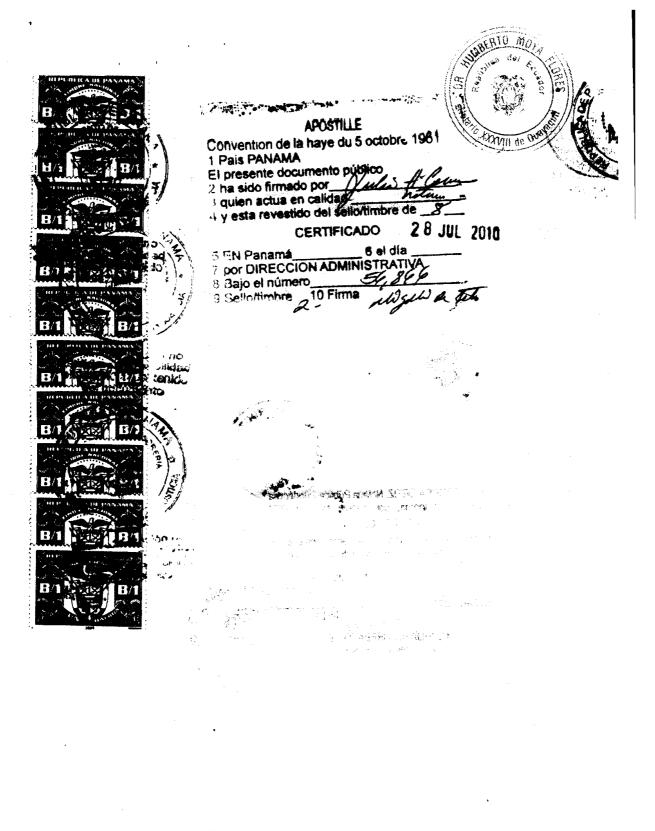
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	(Convention de La Haye du 5 Octobre	1 96 1)
1. C	ountry: United States of America	
	his public document: as been signed by Jeffrey W. Bullock	
3. a	cting in the capacity of Secretary of State of Dela	ware
4. b	wears the seal/stamp of Office of Secretary of State	
	Certified	
5. a	at Dover, Delaware	
6. t	the twenty-sixth day of July, A.D. 2010	
7. ž	by Secretary of State, Delaware Department of State	
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9.5	Seal/Stamp: 10. Signatur	e :
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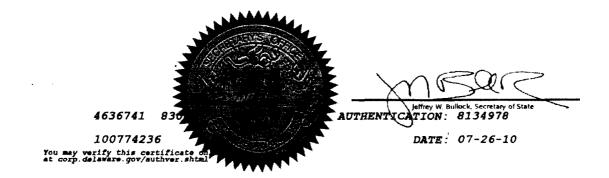


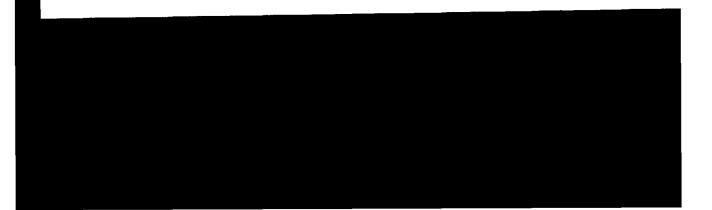




The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATLANTIC CONSTRUCTION LLC" IS DULY FORMED UNDER THE LANS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JULY, A.D. 2010.





POWER OF ATTORNEY

ATLANTIC CONSTRUCTION

KNOW ALL MEN BY THESE PRESENTS that ATLANTIC CONSTRUCTION CC, a Company incorporated under the laws of the State of Delaware, on December (1997), File No. 4636741 (hereinafter called "the Company") has made, constituted and granted, and by these presents does make, constitute and appoint:

> HUMBERTO JACINTO NOBOA JUSTAVINO Holder of the Ecuadorian Passport # 0904244324

> > Acting individually,

as the Company's true and lawful Attorneys-in-Fact, for it and in its name, place and stead, for its sole use and benefit, from time to time and at all times until this authority shall be revoked and written notice of such revocation shall have been delivered:

FIRST: To administer, rule, govern, dispose of the capital of the Company and of all real and personal property, tangible or intangible, present and future, to sell, acquire, exchange, assign, transfer, to adjudicate in payment and otherwise dispose of said property, whether exclusively owned by the Company or in conjunction with other natural or juridical persons; to purchase, sell and/or integrate quotas of companies of limited liability, to agree on, grant, consent, acknowledge, perform, execute, amend and cancel all kinds of real personal obligations and juridical acts, acts as aforesaid, contracts and agreements of administration and decision, to dispose of and acquire by purchase, prices, sums of money, benefits, causes, conditions, terms and other formalities for the exclusive exercise of proxies such as to acquire, promise associate, sell, assign, exchange, adjudicate, transfer, transact, mortgage, hypothecate, sue, acknowledge ownership and other rights to approve dividends and awards and cessation of joint ownership of condominiums, to consent to several or joint obligations of all kinds and to lease as lessor or lessee, and to borrow, deposit, pledge or lend, collect and receive credits, whether present or future and any sums due to the Company, to receive the proceeds of transfer or loans entered into on behalf of the Company, to receive any property given on account of obligations, to extend, modify, renovate, rescind, annul, dissolve and consent rescissions, to confirm, subrogate, delegate and accept delegations of obligations and agreements of all kinds and any other acts; to demand benefits arising from contractual sources. Any sale, transfer, lease, exchange or other disposition of more than 50 percent of the assets of the Company, if not made in the usual or regular course of the business carried on by the Company, must be submitted to each member with an outline of the proposal and its approval must be authorized by a resolution of members, whether by meeting or consent

SECOND: To open, close and manage accounts with one or more banking, brokerage and financial institutions. To withdraw or transfer funds, to confirm present and future deposits of money, securities, goods, merchandise, documents and correspondence of public offices, banking institutions, whether public or private and specifically to draw, sign, accept, dishonor, endorse, discount, protest and pay checks, bills of exchange, scripts, promissory notes and other credit documents of a commercial or civil nature and to receive their respective amounts. To consult and receive information on balances, transactions and similar details for any of the accounts that the company may have with any banking and financial institution.

D 5 To contract credits or mortgage loans, whether on pledge or single, with or without real or a guarantee, whether in cash, debentures, mortgage, bonds or otherwise, accepting and signing, as a way be, all rules and provisions of the constitutional laws or by-laws of leading institutions, the provision that all mortgages granted shall secure credits given by the making of a new or ment credit.

FOURTH: To enter into and constitute contracts with trading companies, commercial joint stock companies, partnerships, or limited liability companies, or companies of any other nature and descriptions, to establish the terms or agreements that shall rule their operations, to carry on any kind of contributions to the capital thereof, to accept managerial or directorship offices, to attend meetings, to grant extensions, dissolve and make amendments in respect thereto, either in whole or in part, to subscribe, purchase and sell shares, evidences of indebtedness, private or public loans, to collect coupons and share dividends.

<u>FIFTH</u>: To lease forts or safe deposit boxes, to request the opening thereof or those already leased in the name of the Company and to withdraw the contents thereof.

SIXTH: To attend meetings of creditors, to discuss and vote thereat and at regular and special meetings, to vote for increase or reductions of capital and to exercise every act set forth in the By-Laws of the Company on account of the representations vested in him and to grant and apply for grief's and adjournments and to file insolvency and bankruptcy proceedings for the Company.

SEVENTH: To file, continue, withdraw and terminate all kinds of transactions and proceedings before any State, Legislative or Municipal authority or agency, autonomous agencies, decentralized services, customs, post and telegraph offices, national or municipal tax collector's offices, internal revenue offices, authorities responsible for the control of exchange, imports and exports, pension funds, labor offices and any other authority before which the Company may deem necessary to be or be interested in exercising or enforcing its rights.

EIGHTH: To pay and satisfy taxes, fees or liens of any kind, to formulate, claim, dishonor, observe, accept and contest payment, transactions, inventories, assessments and tax returns.

NINTH: To collect and receive in or out of judicature whatever is due to the Company, to receive considerations for transfers or loan amounts, to give and demand receipts or charges of payment in whole or in part for every sum whether received or paid, to receive property of all kinds on account of debts due to the Company and in lieu of mortgage or collateral securities.

TENTH: To transfer, grant possession and bind the Company to clear titles.

ELEVENTH: To represent the Company, and in order to protect all ownership rights and any other interests, actions and other present and future transactions, the proxy may exercise all general and special powers for legal and administrative proceedings, such as to bring lawsuits, to oppose to him, to answer, to confer upon, withdraw from lawsuits, to continue all kinds of suits, petitions, special actions, to settle and compromise, to furnish all kinds of evidences such as to answer interrogatories, to give decisory oaths and defer to him, to take all kinds of ordinary and extraordinary remedies and to withdraw from him, to submit disputes to arbitration, to formulate, accept, rectify and ratify inventories, sworn statements or property, appraisals, expert testimonies, to collect and receive payment of debts by legal proceeding, to request all kinds of securities or prohibitions and the discontinuance thereof, to file bankruptcy proceedings, to request evictions and make demands for payment.



T: To substitute this power in whole or in part, to confer special **cablesentations**, reserving the right to take up powers and to revoke.

EXAMPLE 1 This Power of Attorney may be exercised by the proxy appointed herein in any country, foreign state or nation and while in the exercise of such power, the proxy shall execute and subscribe public and private documents and instruments of all kinds.

FOURTEENTH: This power of Attorney shall be in force up to the six (6th) day of January, Two Thousand Twelve (2012).

This Company hereby gives unto the attorney broad general powers to do and perform every act whatever requisite and convenient to be done in the premises, as fully as it could do, hereby ratifying all the said attorney shall do or cause to be done by virtue hereof.

I, GLOBAL INTERVEST CORPORATION, duly represented by Elisa Edghill, Manager and President of ATLANTIC CONSTRUCTION, LLC, have hereunto set my hand and affixed the corporate seal of the Company this 6th day of June 19, 2009.

ONSTR Elisa Edghill For and On Behalf of DELAWARE **GLOBAL INTERVEST CORPORATION** Manager and President Yo, JULIA H. CORREA ORTIZ, Notana Pública Duodécima del Circuito de Panamá, con cádula No. 9-53-773 **CERTIFICO:** Que la(s) firms(s) anterior(es) ha(n) sido reconocida(s) como suya(s) por los firmantes por lo consiguiente dicha(s) firma(s) s(son) autentica(s). 2.8 JUL 2010 Panama. stigor Licda. CORRE Notaria Pública Duodécima



ATLANTIC CONSTRUCTION LLC

I; Elized ghill, acting on behalf of GLOBAL INTERVEST CORPORATION, Manager and President CONSTRUCTION LLC, do make oath and say that the annexed Power of Attorney, dated on the six (6th) day of January, Two Thousand Nine (2009), in the City of Panama, Republic of Panama, has been signed and executed as per the expressed authorization of the Board of Directors. I also certify that the seal affixed and impressed at the foot or end of the said Power of Attorney, is the Common Seal of the Company, and was affixed and impressed thereto in accordance with the dispositions in the Articles of Association.

Acting on behalf of GLOBAL INTERVEST CORPORATION

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ANUI de

L. Elisa Edghill ..

Manager and President

Sworn to this 6th day of January, 2009.

Witness to the above signature:



