



16027

**RESOLUCION DEL UNICO DIRECTOR  
DE  
LEADCOM INTEGRATED SOLUTIONS INTERNATIONAL B.V.**

Quien suscribe PETER BOOSTER Único Director de LEADCOM INTEGRATED SOLUTIONS INTERNATIONAL B.V., una sociedad constituida bajo las leyes de Holanda, por este medio adopta la siguiente resolución:

**SE RESUELVE:**

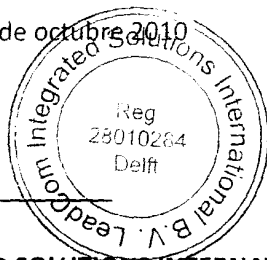
**PRIMERO:** Conferir, como en efecto se confiere, Poder Especial a favor del señor **ALEJANDRO DANIEL HILMAN**, varón, mayor de edad, israelí, con domicilio en Ecuador, titular del pasaporte No. 10944090, para que actuando en nombre de la Sociedad, adquiriera 794 acciones ordinarias y nominativas de LEADCOM DEL ECUADOR S.A.

**SEGUNDO:** Autorizar, como en efecto se autoriza, a **ALEJANDRO DANIEL HILMAN**, para que a nombre y representación de la Sociedad negocie, firme y entregue todos los documentos, que sean necesarios para llevar a cabo la adquisición antes referida.

**TERCERO:** Autorizar, como en efecto se autoriza, a **ALEJANDRO DANIEL HILMAN** para que, una vez adquiridas las acciones de la sociedad LEADCOM DEL ECUADOR S.A., represente a la Sociedad ante la Junta de Accionistas, con facultad para renunciar citaciones y votar sobre cualesquiera asuntos que se trate en sesiones de dicha Sociedad.

**CUARTO:** Autorizar, como en efecto se autoriza, a **ALEJANDRO DANIEL HILMAN** para que, suscriba el instructivo y todos los documentos que fueren necesarios para cumplir con lo dispuesto en las reformas a la Ley de Compañías.

Dado en Holanda el 06 de octubre 2010



**PETER BOOSTER**  
**LEADCOM INTEGRATED SOLUTIONS INTERNATIONAL B.V.**  
**Único Director**

I, John Roozeboom, Civil Law Notary in the City of Rijswijk, South Holland province, The Netherlands, certify that the signature written on the reverse side is the true signature of **Peter Booster**, born in Rotterdam on April 6, 1952, holder of a valid Dutch passport with number NW67FKH35, solely authorized to represent **Pan-Invest B.V.**, with registered office at Delft, The Netherlands, located at 2624 ES Delft, Martinus Nijhofflaan 2, registered with the commercial register under number 27216361, being the sole director of **LeadCom Integrated Solutions International B.V.**, with registered office at Delft, The Netherlands, located at 2624 ES Delft, Martinus Nijhofflaan 2, registered with the commercial register under number 28010284, according to the registration with the commercial register solely authorised to legally bind latter company to the contents thereof.

Issued this October 11, 2010.



A large, stylized handwritten signature, likely of Peter Booster, written in black ink.

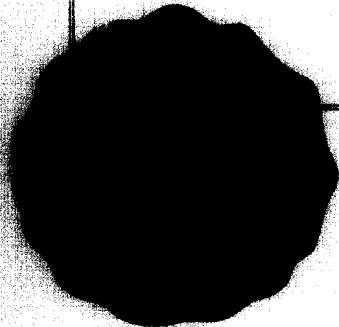
#### APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: THE NETHERLANDS  
This public document
2. has been signed by **mr. J. Roozeboom**
3. acting in the capacity of notary at **Rijswijk (Z.H.)**
4. bears the seal/stamp of aforesaid notary  
Certified
5. at 's-GRAVENHAGE
6. on **11-10-2010**
7. by the clerk of the court (Rechtbank)
8. no. **2010-6780/1**

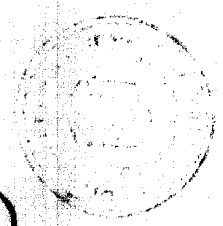
Seal/stamp:

10. Signature:  
**V.O. Timmerman**



A handwritten signature, likely of V.O. Timmerman, written in black ink.

Handwritten text and stamps, including a date stamp "30 JUN 2011" and a signature.





26857

RR/GU/542081775 / **NOTARIAL STATEMENT**

I, the undersigned:

John Roozeboom, Civil Law Notary in the city of Rijswijk, South Holland province, The Netherlands;

hereby certify:

that **LeadCom Integrated Solutions International B.V.**, a private limited company whose principal office is in Delft the Netherlands, and whose place of business is at 2624 ES Delft, Martinus Nijhofflaan 2, the Netherlands, was lawfully incorporated under the laws of The Netherlands, by a deed executed, on January 13, 1981;

that LeadCom Integrated Solutions International B.V. ("the Company") from October 6, 2004 until January 3, 2008 was called LeadCom CALA B.V.;

that the articles of association of the Company were last altered by a deed executed on January 3, 2008, before a temporary substitute of J. Roozeboom, Civil Law Notary at Rijswijk, South Holland province, altering among other provisions its name into LeadCom Integrated Solutions International B.V.;

that the certificate of no objection referred to in Section 235 of Book 2 of the Dutch Civil Code was issued by the Under-Secretary of State for Justice on January 3, 2008 under number B.V. 227291;

that therefore the Company is a body corporate duly formed and organized according to the laws of the Netherlands;

that to the best of my knowledge the Company is not in state of bankruptcy nor



3 (fres)

- 2 -

liquidation;

that the Company is registered at the Commercial Register of the Chamber of Commerce in the Netherlands, under number 28010284;

./ that an extract from the commercial traderegister of the Company in Dutch and in English shall be appended to this document

that the extract from the Commercial Register of the Chamber of Commerce in the Netherlands and the aforementioned articles of association are the only public available information, and that no other registration documents (other than annual accounts), with the purpose of public information, exist;

that the sole director of the Company is: Pan-Invest B.V., a private company with limited liability whose principal office is in Delft, the Netherlands, and whose place of business is at 2624 ES Delft, Martinus Nijhofflaan 2, the Netherlands;

that Pan-Invest B.V. is registered at the Commercial Register of the Chamber of Commerce in the Netherlands, under number 27216361, the articles of association of the company are kept in the Commercial Register;

that the directors of Pan-Invest B.V. are:

- Hendrik Andries van Wijlen, of Dutch nationality, born at Voorschoten, on July 8, 1970, holder of a valid Dutch passport with number NNRB83BP3, living at Puccinidreef 13, 2253 SJ Voorschoten; and
- Gerben van den Berg, of Dutch nationality, born at Tegelen, on June 6, 1972, holder of a valid Dutch passport with number NMJHJ9R13, living at Palestrinalaan 13, 2253 HA Voorschoten; and

that Peter Booster, of Dutch nationality, born at Rotterdam on April 6, 1952, holder of a valid Dutch passport with number NW67FKH35, living at Snippedrift 10, 2811 AK Reeuwijk, and Monica Paulina Maria Schmidt-Arts, of Dutch nationality, born at The Hague on December 12, 1962, holder of a valid Dutch passport with number NJ5906688, living at Hagesteinstraat 62, 2729 BB

CAMINADA NOTARISEN

★ ★ ★ ★ ★



3

Zoetermeer, are appointed as attorneys in fact ("gevolmachtigde") to solely represent Pan-Invest B.V.,

that a true copy of the passports of Mr Hendrik Andries van Wijlen, Mr Gerben van den Berg, Mr Peter Booster and Mrs Monica Paulina Maria Schmidt-Arts are appended to this document;

that according to the applicable provisions in the articles of association of both the Company and Pan-Invest B.V. and the laws of the Netherlands, each (managing) director has the power to solely represent both companies in each and every respect, without any limitation;

that Mr Hendrik Andries van Wijlen and Mr Gerben van den Berg, acting in their capacity of directors of Pan-Invest B.V. each have the power to represent Pan-Invest B.V. in each and every respect, without any limitation;

that Mr Peter Booster and Mrs Monica Paulina Maria Schmidt-Arts, acting in their capacity of attorney in fact ("gevolmachtigde") have the power to represent Pan-Invest B.V. in each and every respect, without any limitation;

that Mr Hendrik Andries van Wijlen and Mr Gerben van den Berg in their capacity of executive directors and Mr Peter Booster and Mrs Monica Paulina Maria Schmidt-Arts in their capacity of attorney in fact ("gevolmachtigde") of Pan-Invest B.V. representing this company in its capacity of director of the Company each have the power to solely represent the Company in each and every respect, without any limitation.

that as apparent from a copy of the Register of Shareholders of the Company appended to this statement, which original register was shown to me, Notary, the sole shareholder of the company as from December 31, 2001, is:

Leadcom Integrated Solutions Limited, a company incorporated and organized under the laws of Israel, registered office at Azur, Israel, place of business at Hamerzoda Street 29, Azur, Israel, registered with the Companies Registration Office at Tel Aviv, Israel under number 51 092851 8;



5/ano

- 4 -

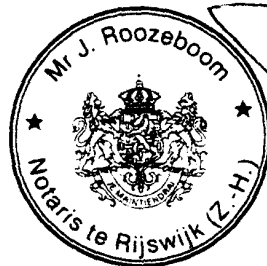
that it is not possible to guarantee that the **register of shareholders** shows the correct and complete shareholding as per the date hereof;

that however:

no transfer of shares in the capital of the Company has been registered in the register of shareholders since that date.

In witness whereof I have set my hand hereunto after having affixed my seal of office.

Signed at Rijswijk, South Holland province on June 1, 2010.



A large, stylized handwritten signature, likely belonging to Mr. J. Roozeboom, written in black ink.

A smaller, stylized handwritten signature, possibly a second signature or a mark, written in black ink.



66615

APOSTILLE

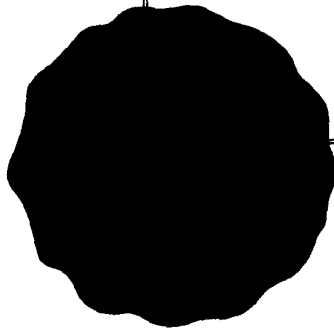
(Convention de La Haye du 5 octobre 1961)

- 1 Country THE NETHERLANDS  
This public document
- 2 has been signed by **mr. J. Roozeboom**
- 3 acting in the capacity of notary at **Rijswijk (Z.-H.)**
- 4 bears the seal/stamp of aforesaid notary  
Certified
- 5 at 's-GRAVENHAGE 6 on **1-6-2010**
- 7 by the clerk of the court (Rechtbank)
- 8 no **2010-3699/2**

Seal/stamp

10 Signature

**K. van den Boom**



*K. van den Boom*

*EL*

NOTARIA DUODECIMA DEL CANTON GUAYAQUIL  
DILIGENCIA DE AUTENTICACION DE CONFORMIDAD

con el Núm. Sto. del Art. 1ro del D.S. 2006, publicado  
en el R.O. 564 de Abril 12 de 1978 que amplía el Art.  
18 de la Ley Notarial, DOY FE: Que esta fotocopia  
contenida en 6(seis) foja(s) útil es fiel copia  
del original que se me exhibe.

Guayaquil,

18 MAR 2012

*[Handwritten Signature]*

DR. SALIM F. MANZUR CAPELO

Notario Duodécimo  
GUAYAQUIL



ESPACIO  
EN  
BLANCO