

REPÚBLICA DEL ECUADOR



**SUPERINTENDENCIA
DE COMPAÑÍAS**

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

1. COMPAÑÍA ECUATORIANA

NOMBRE: BREFFER S.A.

NÚMERO DE EXPEDIENTE: 116760

NOMBRE Y CARGO DEL REPRESENTANTE LEGAL: FREDY MALDONADO RUEDA- GERENTE GENERAL

2. COMPAÑÍA EXTRANJERA SOCIA O ACCIONISTA DE LA SOCIEDAD ECUATORIANA

NOMBRE: PANORAMA ENTERPRICE INC.

NACIONALIDAD DE LA COMPAÑÍA EXTRANJERA: REPUBLICA DE SEYCHELLES

DOMICILIO: LA CIOTAU BUILDING, MONT FEURI

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

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

NOMBRES Y APELLIDOS COMPLETOS: LUIS DAVIS

NACIONALIDAD: PANAMEÑO

NÚMERO DE IDENTIFICACIÓN PERSONAL: PASAPORTE - 1698103.

DOMICILIO: Calle 53, Urbanización Marbella MMG Tower, Piso 16 Panamá

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4. DATOS DE LOS SOCIOS O ACCIONISTAS DE LA COMPAÑÍA EXTRANJERA

No.	Nombres y Apellidos completos	Estado Civil	Nacionalidad	Domicilio
1	LONELY PLANET INVESTMENT CORP	---	BELICE	JASMINE COURT 35A REGENT STREET
2				

FIRMA DEL REPRESENTANTE LEGAL, SECRETARIO
ADMINISTRADOR O FUNCIONARIO DE LA SOCIEDAD
EXTRANJERA O APODERADO LOCAL

Nota 2.- Si este formulario hubiere sido otorgado en el exterior, deberá estar autenticado por Cónsul ecuatoriano o apostillado

FECHA DE PRESENTACIÓN 2013 02 04
 AÑO MES DÍA

EL PRESENTE FORMULARIO NO SE ACEPTARÁ CON ENMENDADURAS O TACIONES

MINUTES OF A MEETING OF THE SOLE MEMBER

PANORAMA ENTERPRISES INC.
(the "Company")

Held at the Principal offices of the Company, on the 1st day of February, 2011 at 2:00 p.m.

I, the undersigned, being the Sole Member who represent the entire issued share capital of the Company, NOTING THAT it is in the best interests of the Company to remove all the Directors and Officers that the Company has appointed since its incorporation, and to appoint new Directors/Officers, **HEREBY RESOLVES THAT,**

1. To remove all the Directors and Officers that the Company has appointed since its incorporation.
2. To appoint, as it is hereby appointed, new Directors/Officers of the Company as follows:

Director/President: LUIS A. DAVIS
Director/Secretary: PAMELA D. HALL
Director/Treasurer: RAFAEL E. ALAIN

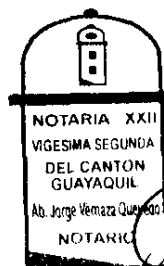
Dated this 1st day of February, 2011.

Karina De Los Rios

LONELY PLANET INVESTMENT CORP.

Sole Member

Represented by: Karina De Los Rios



DOY FE: que es como el original
que me presentan y que devolví
al interesado.
Guil,

30 ENE 2011
Jorge Vernaza Quevedo
Ab Jorge Vernaza Quevedo
Notario Vigésimo Segundo
Del Cantón Guayaquil

REGISTER OF DIRECTORS AND OFFICERS PANORAMA ENTERPRISES INC.

I.B.C. No. 008471

Date of Incorporation: 25th day of January 2002

Date of Appointment	Name	Residential Address (or Registered Office Address)	Description	Date of Ceasing to Act	Remarks
January 25, 2002	Darlene Bayne	Mossfon Buiding, Second Floor, Ease 54 th Street, Panama, Republic of Panama	Director	December 18, 2002	
January 25, 2002	Vianca Scott	Mossfon Buiding, Second Floor, Ease 54 th Street, Panama, Republic of Panama	Director	December 18, 2002	
December 18, 2002	Edmundo Vej�r Beltr�n		Director President	March 02, 2005	
December 18, 2002	Iris Aguirre de Vej�r		Director Secretary	March 02, 2005	
December 18, 2002	Yolanda Beltr�n de Vejar		Director Treasurer	March 02, 2005	
March 02, 2005	DIREHOLD LTD.		Director	February 1 st , 2011	
March 02, 2005	SHARETON LTD.		Director	February 1 st , 2011	
March 02, 2005	SECMARK LTD.		Secretary	February 1 st , 2011	
February 1 st , 2011	LUIS A DAVIS	MMG Tower, 16th Floor, 53E Street, Marbella, Panama, Republic of Panama	Director President		
February 1 st , 2011	PAMELA D HALL	MMG Tower, 16th Floor, 53E Street, Marbella, Panama, Republic of Panama	Director Secretary		
February 1 st , 2011	RAFAEL E. ALAIN	MMG Tower, 16th Floor, 53E Street, Marbella, Panama, Republic of Panama	Director Treasurer		

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NOTARIA - PANAMA
VICESIMA SEGUNDA
DEL CANTON
GUANACASTE
AL REGISTRO
NOTARIO
Ab. Jorge Verrazza Quevedo
Notario Vigesimo Segundo
Distrito Canton Guanacaste

BOY FEE, que es el original
que me present  y que devolv 
al interesado.

SHARE REGISTER
PANORAMA ENTERPRISES INC.
 Seychelles International Business Company

Date of Incorporation: January 25th, 2002

MEMBERS Name, ID & Address	SHARE CERTIFICATES					TRANSFERS			Name of Transferee
	Certificate No	No. of Shares	Amount Paid	Date of Issue	Remarks	Date of Transfer	New Certificate		
	Certificate No	No. of Shares	Amount Paid	Date of Issue	Remarks	Date of Transfer	Certificate No	No. of Shares	
Bearer	1	1		January 25, 2002	Cancelled on 19-12- 2002				
Bearer	2	1		January 25, 2002	Cancelled on 19-12- 2002				
Bearer	3	1		January 25, 2002	Cancelled on 19-12- 2002				
Bearer	4	1		January 25, 2002	Cancelled on 19-12- 2002				
Edmundo V. ... Notario ... Del Canton Guayaquil	5	4		December 19, 2002		December 31 st , 2008	5	4	LONELY PLANET INVESTMENT CORP. Withfield Tower, 3rd Floor, 4792 Coney Drive, Belize City, Belize, C.A. 1777 BZ

NOTARIA XXII
 VIGESIMA SEGUNDA
 DEL CANTON
 GUAYAQUIL
 Ab. Jorge Vertiz
 Notario
 Del Canton Guayaquil
 DOY FE: que es como el original
 que me presentan y que devolvi
 al interesado.
 Guail,
 31 DE JULIO 2008