

THE CHARYBDIS LIMITED PARTNERSHIP

Resolution of the Partnership

Granting a Limited Power of Attorney

11th January 2013

The undersigned, being the duly authorised signatories of the general partner of the Charybdis Limited Partnership, do hereby adopt the following resolution:-

Whereas:

- (a) The Partnership wishes to grant a limited power of attorney to Franberc Andrade Ceballos ("the Attorney"), an Ecuadorian national resident in Guayaquil, and holder of Ecuadorian National Identity Card Number 091251331-4, for the purposes of representing the Partnership at certain shareholders meetings, and executing certain official forms required by the *Superintendencia de Compañías de Ecuador* ("the Authorities").

It is hereby resolved that:

1. The Partnership grants to the Attorney a limited power to act as its attorney-in-fact for the following purposes:
 - (i) To exercise the voting rights attached to any and all shares held by the Partnership in Rellet S.A., Servicios Integrales de Exportación Agrícola C.A. (Serintagro), Nutriorganic S.A., Nutriecopad S.A., and Vitanutriorganic S.A. (collectively, "the Companies"), at meetings of the shareholders of the Companies or by way of a resolution of the shareholders.
 - (ii) To execute any and all documents required by the Authorities in order to demonstrate the Partnership's holding of shares in the Companies.

CHARYBDIS LIMITED PARTNERSHIP

(By its general partner, Constelatio Residences Limited)


Karen Anne Marshall

David G. R. Short
Notary Public
170 Parnell Road
Auckland, New Zealand

NOTARIA SEGUNDA DEL CANTÓN SAMBORONDÓN PROVINCIA DEL GUAYAS
De conformidad con lo que dispone el Art. 18 numeral 5to. de la ley
Notarial Vigente. DOY FE: Que las fotocopias que anteceden en (1)
UNA.....fojas útiles, están conformes con sus originales, que
se me Exhiben. En la ciudad de Samborondón, a 0.A. FEB 2014.....


AB. VIRGINIA MAGDALENA CALDERÓN AGUIRRE
NOTARIA 2DA. DEL CANTÓN SAMBORONDÓN



Te Tari Taiwhenua

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: New Zealand

Pays / País:

This public document

Le présent acte public / El presente documento público

2. has been signed by: David Gould Russell Short

a été signé par:

ha sido firmado por:

3. acting in the capacity of: Notary Public

agissant en qualité de:

quien actúa en calidad de:

bears the seal / stamp of: David Gould Russell Short

est revêtu du sceau / timbre de:

y está revestido del sello / timbre de:

Certified

Attesté / Certificado

at: Wellington

A / en:

by: The Authentication Unit

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Número / bajo el número:

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