

**POWER OF ATTORNEY
BY
SMARTMATIC INTERNATIONAL HOLDING B.V.**

The Undersigned, **SMARTMATIC INTERNATIONAL HOLDING B.V.**, a private company with limited liability, incorporated and existing under the laws of the Netherlands, having its statutory seat in Amsterdam, and its registered office at Naritaweg 165, 1043 BW Amsterdam, the Netherlands, represented by:

TRUST INTERNATIONAL MANAGEMENT (T.I.M.) B.V., private company with limited liability, incorporated and existing under the laws of the Netherlands, having its statutory seat in Amsterdam, and its registered office at Naritaweg 165, 1043 BW Amsterdam, the Netherlands, represented by:

HEREWITH constitutes and appoints **CARLOS PAZMIÑO CAMPOS**, Ecuadorean citizen with Identity Card No. 0912125838, with address: Víctor Manuel Rendon 401 piso 7 ofc. 4. Guayaquil-Ecuador, as true lawful attorney to represent, act and execute solely, in the name and on behalf of the Company the following:


1. to represent the Company in all legal affairs in Ecuador in relation with the Ecuadorean subsidiary of the Company named Smartmatic Ecuador S.A. (formerly known as Aerichel S.A. hereinafter "Smartmatic Ecuador");
2. to sign, request and provide all necessary documents, including requests, appeals, proposals, declarations, authorizations, certifications, amendments and information, and perform all necessary acts for the full accomplishment of the purposes provided in (1) above;
3. to sign as the authorized representative of the Company all documents that need to be submitted for the continuation of daily business of Smartmatic Ecuador;
4. to do all other acts and things, including the delegation of the above authorities to a substitute attorney, as the Attorney should in his absolute and unfettered discretion deems necessary or advisable for the purpose of the continuation of daily business of Smartmatic Ecuador (without prejudice to the generality of the foregoing) to agree the form, terms and conditions of, and to make, sign, execute and do, all such deeds, instruments, agreements, notices or acknowledgments thereof, letters, whatsoever which the Attorney may deem necessary or advisable in connection with the purpose of this Power of Attorney and any other documents hereby authorized to be executed on behalf of the Company as the Attorney may in his absolute and unfettered discretion consider necessary.

The Attorney's shall inform the Undersigned of all acts undertaken through his this Power of Attorney and will send a copy of all documents signed on behalf of the Undersigned through this Power of Attorney to the registered address of the Undersigned.

This Power of Attorney is valid until substituted or revoked;
This Power of Attorney is governed by the laws of the Netherlands.

HEREBY RATIFYING AND CONFIRMING all that these proxies may do by virtue of this proxy, this proxy was signed on June 24, 2010.

For and on behalf of
Smartmatic International Holding B.V.


By: Trust International Management (T.I.M.) B.V.
As: Managing Director

S. Boermans & M.C.G. Geelen