



CONSULADO DEL ECUADOR
MANILA, FILIPINAS

Presentado el documento adjunto para legalizar la firma que antecede, la Vicecónsul ad honorem del Ecuador en Manila certifica que es autentica, siendo la que usa FIDELIS Q. APALISOK, Authentication Officer del Ministerio de Relaciones Exteriores de Filipinas, en todas sus actuaciones.

Actuación No.12/12
Partida Arancelaria: III-15.7
Valor de la Actuación: US\$50.00.



Manila, 26 de abril de 2012

Maria Asuncion Sinjian
MARIA ASUNCION SINJIAN
Vicecónsul ad honorem

El documento: Poder notarial expedido por ENRIQUE K. RAZON JR.
a favor de ROBERTO GONZALEZ TORRE y CORALIA
GONZALEZ CORREA
4544081

(Ref: S.N. IIA-0637763)

PENTHOUSE, PHINMA PLAZA
39 PLAZA DRIVE, ROCKWELL CENTER
MAKATI CITY
TEL: 870 0100 FAX: 870 0510
EMAIL: ojhilado@phinma.com.ph

DEPARTMENT OF FOREIGN AFFAIRS

MANILA, PHILIPPINES



S.N. 11A - 0637763

AUTHENTICATION CERTIFICATE

All Whom These Presents Shall Come, Greetings :

I, FIDELIS Q. APALISOK, Authentication Officer of the Department of Foreign Affairs, do hereby certify that BENJAMIN T. POZON, whose name appears signed in the attached certification /document, was at the time of signing, Executive Judge, Regional Trial Court Makati City, duly appointed and qualified to sign the certification /document and that full faith and credit may be given to his acts.

As to the contents of the annexed document(s), the Department assumes no responsibility.

I further Certify that I am familiar with her /his handwriting and very much believe that the signature and seal affixed to the said certification /document are genuine.

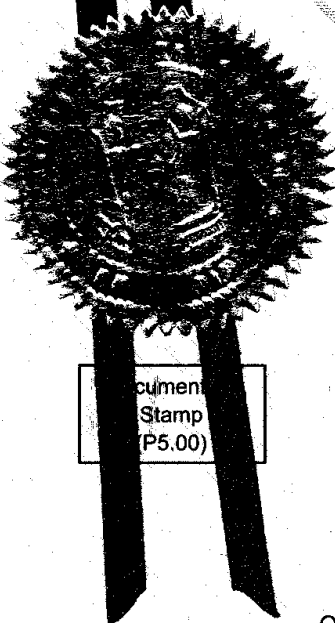
IN WITNESS WHEREOF, I have hereunto set my hand at the City of Manila, Philippines, this 20th day of APRIL 2012.

FIDELIS Q. APALISOK

Authentication Officer

Annexed document(s) is/are:

Power of Attorney executed by ENRIQUE K. RAZON JR. in favor of ROBERTO GONZALEZ TORRE & CORALIA GONZALEZ CORREA 4544081



Document
Stamp
(P5.00)

O.R. No. 0002 DATE 20 April 2012, msm

(Not valid without DFA dry seal, red ribbon, documentary stamp and if document bears any visible physical tampering, erasures or if soiled and worn out).

Republic of the Philippines
REGIONAL TRIAL COURT
National Capital Judicial Region
City of Makati

1 APR 2012
176 8-0

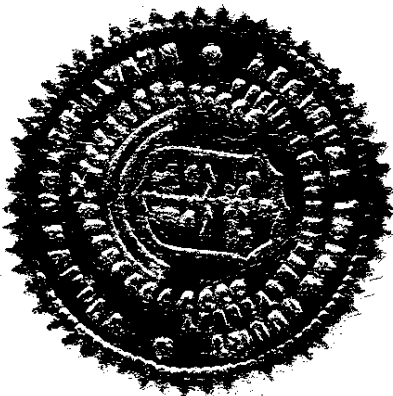


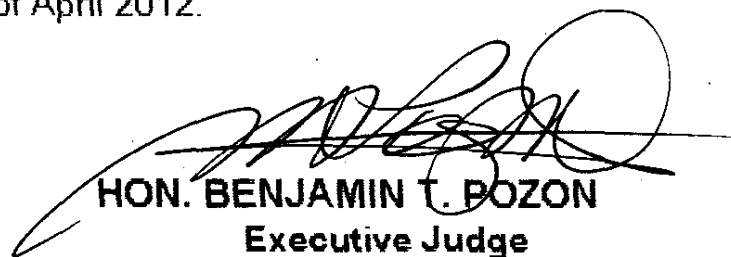
OFFICE OF THE EXECUTIVE JUDGE

CERTIFICATION

I, **BENJAMIN T. POZON**, Executive Judge of the REGIONAL TRIAL COURT of Makati City, certify that **ATTY. RUBEN T.M. RAMIREZ**, the person named in the seal and signature on the attached document, is a Notary Public for and in the City of Makati of the Republic of the Philippines and authorized to act as such at the time of the document's notarization entitled **POWER OF ATTORNEY**.

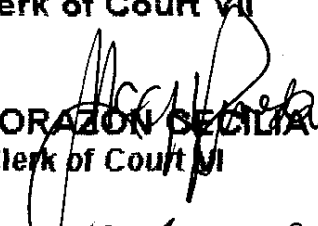
IN WITNESS WHEREOF, I have affixed below my signature and seal of this office this 18th day of April 2012.



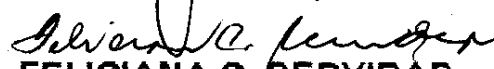

HON. BENJAMIN T. POZON
Executive Judge

ATTY. ENGRACIO M. ESCASINAS, JR.
Clerk of Court VII

By:


ATTY. MARIA CORAZON CECILIA H. PINEDA
Clerk of Court VI

Verified by:


FELICIANA C. SERVIDAD
Records Officer II
Officer-In-Charge/Notarial Section

Requested by: ICTSI

President and Chairman of the Board of Directors

POWER OF ATTORNEY

The present document is a power of attorney that is granted under the following terms:

FIRST - GRANTOR:

The Grantor of the present instrument, Mister Enrique K. Razon Jr., in his capacity as President and Chairman of the Board of Directors of **INTERNATIONAL CONTAINER TERMINAL SERVICES, INC. (ICTSI)**, incorporated pursuant to the laws of the Philippines. Mr. Razon is duly authorized by the Board of Directors of the Company, to implement the present power. Hereinafter the Grantor of the present juridical act will be denominated simply as "**THE COMPANY**".

SECOND - GENERAL POWER OF ATTORNEY

Through this instrument and declaration, **THE COMPANY**, through its representative, designates as Special Attorneys doctor Roberto Gonzalez Torre and Coralia Gonzalez Correa attorneys at law, in an individual or joint way, on its account to appear and submit any class of judicial or legal action, arbitral demand, mediation request, resources, requests, procedures and even to appear in defense of **THE COMPANY** before any class of lawsuit, claim, third party action or pretension, being these juridical persons of the public or private law. As attorneys, the referred professionals may intervene in every class of judicial or process matters of any nature related to **THE COMPANY**. The Attorneys may respond demands or counterclaim any class of civil, commercial, administrative, penal, labor, transit administrative or of any other nature, being expressly empowered to intervene in the process of those lawsuits and proceedings in all of their instances or stages, according to the nature of the same, being able to present every type of petitions, letters, notices, requests, communications or third party intervention of any nature, resources and appear and intervene in mediation and conciliation hearings, process diligences, meetings, inventories, inspections, valuations, recognitions and other process, preproces or administrative acts as well as the evidence practice. Additionally, the Attorneys are expressly granted the attributions provided in article 44 of the Civil Procedure Code of the Republic of Ecuador. As Attorneys they may propose claims, petitions or request, and procedures before judicial control, political, constitutional or administrative authorities of the Republic of Ecuador, being able to practice preparatory diligences and preventive measures of any nature and regarding any class of matter.

Also the attorneys in strict compliance with the Law of Companies of Ecuador as well as the Rules for General Boards for Associates and Shareholders of Ecuador, we hereby notify that **THE COMPANY; ICTSI**, a Philippine company, hereby grants upon Doctor Roberto Gonzalez Torre and Coralia Gonzalez Correa, ample and sufficient power of attorney enabling them individually, to attend all general board meetings for the company **CONTECON GUAYAQUIL S.A.** and proceed to elect its legal representatives and managers as well as attend general board meetings to be held during years 2012 and 2013 in order to be aware and solve all those issues that might arise and that are material to the organization in conformity with the Laws of Ecuador.

If this power of attorney granted in favor of Roberto Gonzalez Torre and Coralia Gonzalez Correa, attorneys at law, has to be interpreted by civil, administrative or judicial authorities, it will be understood that it is sufficient, as the law requires it to be and in its specialty; the attorneys do not lack any faculty. Therefore, if the power is not expressly stated herein, it does not mean necessarily that they lack any power to do so.

The present document was granted in Manila on the APR 18 2012 day of the month of April 2012.

For **INTERNATIONAL CONTAINER TERMINAL SERVICES, INC. (ICTSI)**

ENRIQUE K. RAZON JR.

President and Chairman of the Board of Directors

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)

City of Manila) S.S.
MAKATI CITY

BEFORE ME, A Notary Public for and in Manila, Philippines personally appeared to me the following person his identification documents by an official agency bearing their photograph and signature:

NAME
ENRIQUE K. RAZON JR.

PASSPORT NO.
EB2218606

DATE / PLACE ISSUED
11 April 2011 / Manila

Known to me to be the same person who executed the foregoing instrument and they acknowledged to me that the same are their true and voluntary act of deeds of the entities he represent

WITNESS MY HAND AND SEAL this APR 18 2012 day of April 2012.

Doc No. 485
Page No. 98
Book No. 155
Series of 2012.

RUBEN T.M. RAMIREZ
NOTARY PUBLIC
UNTIL DEC 31, 2013
2734 M. AURORA ST., MAKATI CITY
IBP NO. 868792 / CY 2012
ROLI NO. 28947 / MCLE 3 NO. 0020050
PTR NO. MKT 3173245 / 1 2 12 MAKATI CITY

PODER

El presente documento consta de un poder que se otorga al tenor de las siguientes cláusulas:

PRIMERA .- Otorgante:

Comparece como otorgante del presente instrumento, el señor Enrique K. Razón, Jr., en su calidad de Presidente del Directorio de Internacional Container Terminal Services Inc. ICTSI, de nacionalidad Filipina. El Sr. Razón se encuentra debidamente autorizado por el Directorio de la Compañía, para otorgar el presente poder. En adelante el otorgante del presente acto jurídico se denominará simplemente como "la compañía".

SEGUNDA .- PODER GENERAL:

A través de este instrumento y de sus declaraciones, la compañía, a través de su representante, designa como apoderados especiales a los señores abogados doctor Roberto González Torre y Coralia González Correa, para que con los más amplios poderes, individual o conjuntamente, por su cuenta, comparezcan y presenten cualquier clase de acción judicial o legal, demanda de arbitraje, solicitud de mediación, recursos, requerimientos, procedimientos e incluso a comparecer en la defensa de la compañía ante cualquier clase de demanda, reclamo, acción o pretensión de terceros, siendo estos de personas jurídicas públicas o de derecho privado. Como abogados, los profesionales mencionados pueden intervenir en toda clase de procesos judiciales o cuestiones de cualquier naturaleza relacionados con la compañía. Los abogados pueden responder las demandas de reconvencción o cualquier clase de orden civil, laboral, comercial, administrativo, penal, de tránsito, de carácter administrativo o de cualquier otro, así como están expresamente facultados para intervenir en los procesos judiciales y procedimientos en todas sus instancias o etapas, de acuerdo a la naturaleza de la misma, pudiendo presentar todo tipo de peticiones, cartas, avisos, solicitudes, comunicaciones o la intervención de terceros de cualquier naturaleza, los recursos y aparecer e intervenir en la mediación y audiencias de conciliación, las diligencias de proceso, reuniones, inventarios, inspecciones, calificaciones, reconocimientos y otros procesos, preprocesales o actos administrativos, así como en la práctica de pruebas. Además, se les confiere expresamente a los abogados las atribuciones previstas en el artículo 44 del Código de Procedimiento Civil de la República del Ecuador. Como abogados pueden presentar reclamaciones, peticiones o solicitudes, y ante cualquier autoridad de control, judicial, política, constitucional o administrativa de la República del Ecuador, siendo capaces de practicar diligencias preparatorias y medidas preventivas de cualquier naturaleza y con respecto a cualquier clase de materia.

Adicionalmente, en cumplimiento estricto de la Ley de Compañías del Ecuador, así como el Reglamento de Juntas Generales de Accionistas y Socios de Ecuador, le informamos que **LA COMPAÑÍA: INTERNACIONAL CONTAINER TERMINAL SERVICES INC. (ICTSI)**, de nacionalidad Filipina, otorga al doctor Roberto González Torre y Coralia González Correa, el poder amplio y suficiente de representación, de forma individual, para que puedan asistir a todas las reuniones de la Junta General de Accionistas de la empresa Contecon Guayaquil S.A. y proceder a elegir a sus representantes legales y administradores, así como asistir a todas las reuniones de la junta general que se celebrarán durante los años 2009 y 2010 a fin de tener en cuenta y resolver todas aquellas cuestiones que puedan surgir y que son competentes para la organización de la sociedad de conformidad con las leyes del Ecuador.

Si este poder otorgado en favor de los abogados Roberto González Torre y Coralia González Correa, tiene que ser interpretado por las autoridades civiles, administrativas o judiciales, se entiende que es amplio y suficiente, como en derecho es menester, y que en su especialidad, a los abogados no les falta ninguna facultad. Por lo tanto, si algo no está expresamente previsto en este poder, no se entenderá que carecen de atribuciones suficientes para hacerlo.

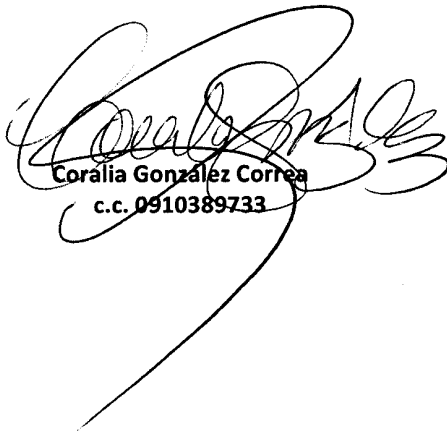
El presente documento fue otorgado en Manila el día 18 del mes de abril de 2012.

por INTERNACIONAL CONTAINER TERMINAL SERVICES INC. ICTSI



Enrique Razon Jr.
Presidente del Directorio

De conformidad con el Art. 24 de la LEY DE MODERNIZACION DEL ESTADO, PRIVATIZACIONES Y PRESTACIÓN DE SERVICIOS PÚBLICOS POR PARTE DE LA INICIATIVA PRIVADA, declaro que el documento que antecede corresponde a la traducción originada en el documento inglés del documento al que se hace referencia y que fue realizada por quien suscribe.



Coralia González Correa
c.c. 0910389733