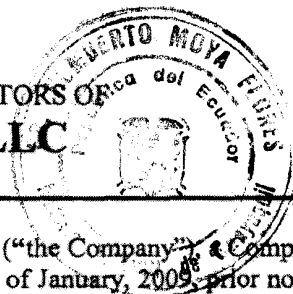


MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
ATLANTIC CONSTRUCTION LLC
HELD ON THE 6th DAY OF JANUARY, 2009.



A Meeting of the Board of Directors of ATLANTIC CONSTRUCTION LLC ("the Company"), a Company incorporated under the laws of Delaware, was held on the 6th day of the month of January, 2009, prior notice of the meeting.

The following Managers were present: **GLOBAL INTERVEST CORPORATION**, duly represented by Elisa Edghill and **UNIVERSAL INTERGROUP CORPORATION**, duly represented by Nahir de Garrido.

The meeting was presided by Elisa Edghill on behalf of **GLOBAL INTERVEST CORPORATION**, President of the Company, and Nahir de Garrido on behalf of **UNIVERSAL INTERGROUP CORPORATION**, Secretary of the Company, acted as Secretary of the meeting and kept the minutes thereof.

After the meeting was declared open, the Chairman stated that the purpose of the meeting was to grant a General Power of Attorney in favor of **HUMBERTO JACINTO NOBOA JUSTAVINO**, holder of the Ecuadorian Passport # 0904244324, so that he can act individually on behalf of the Company.

After several considerations to this respect, the following proposal, after discussed, was unanimously approved and adopted:

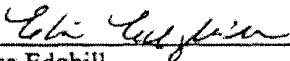
IT WAS RESOLVED:


To grant, as it is hereby granted a General Power of Attorney in favor of **HUMBERTO JACINTO NOBOA JUSTAVINO**, Holder of the Ecuadorian Passport # 0904244324, so that he can act individually on behalf of the Company.

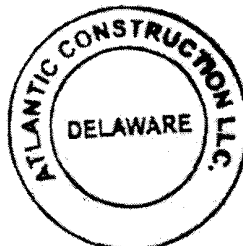
IT WAS FINALLY RESOLVED:

To authorize, as it is hereby authorized, Elisa Edghill on behalf of **GLOBAL INTERVEST CORPORATION**, Manager/President of the company, to grant said Power of Attorney, under the terms and conditions that she may consider convenient for the best interests of the Company.

There being no further matter to discuss, the meeting was adjourned.


Elisa Edghill
For and on behalf of
GLOBAL INTERVEST CORPORATION
Manager/President


Nahir de Garrido
For and on behalf of
UNIVERSAL INTERGROUP CORPORATION
Manager/Secretary



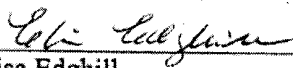


ATLANTIC CONSTRUCTION LLC




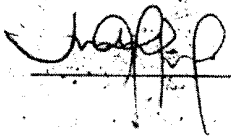
I, Elisa Edghill, acting on behalf of GLOBAL INTERVEST CORPORATION, Manager and President of ATLANTIC CONSTRUCTION LLC, do make oath and say that the annexed Power of Attorney, dated on the six (6th) day of January, Two Thousand Nine (2009), in the City of Panama, Republic of Panama, has been signed and executed as per the expressed authorization of the Board of Directors. I also certify that the seal affixed and impressed at the foot or end of the said Power of Attorney, is the Common Seal of the Company, and was affixed and impressed thereto in accordance with the dispositions in the Articles of Association.

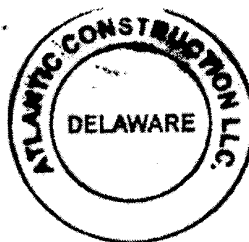
Acting on behalf of
GLOBAL INTERVEST CORPORATION


Elisa Edghill
Manager and President

Sworn to this 6th day of January, 2009.

Witness to the above signature:





APOSTILLE

Convention de la haye du 5 octobre 1961

1 Pais PANAMA

El presente documento público

2 ha sido firmado por Juan H. Carr

3 quien actua en calidad Notario

4 y esta revestido del sello/timbre de 8

CERTIFICADO

28 JUL 2010

5 EN Panamá

6 el día

7 por DIRECCION ADMINISTRATIVA

8 Bajo el número 5,896

9 Sello/timbre

10 Firma

2

[Signature]