



The State of Texas

Secretary of State

Requested for use in ECUADOR

Not for use within the United States of America

This Apostille only certifies the signature, the capacity of the signer and the seal or stamp it bears. It does not certify the content of the document for which it was issued.

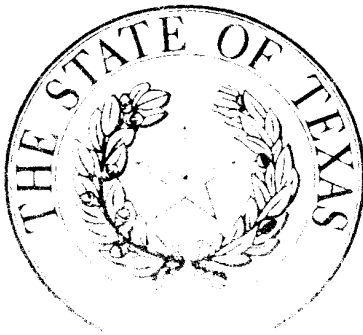
APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

- | | |
|--------------------------------|---|
| 1. Country | United States of America |
| This public document | |
| 2. has been signed by | ANDREA L BRUNEAU |
| 3. acting in the capacity of | Notary Public, State of Texas |
| 4. and bears the seal/stamp of | ANDREA L BRUNEAU,
Notary Public, State of Texas,
Commission Expires: 04-08-14 |

CERTIFIED

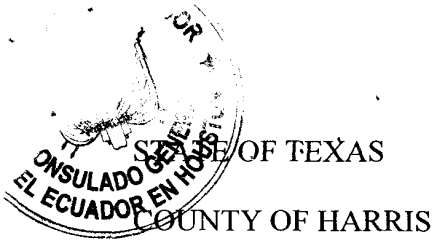
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|---------------------------------------|----------------------|
| 5. at Austin, Texas | 6. on April 27, 2012 |
| 7. by the Secretary of State of Texas | |
| 8. Certificate No. N-848983 | |
| 9. Seal | 10. Signature: |



A handwritten signature in cursive script, appearing to read "Hope Andrade", written over a horizontal line.

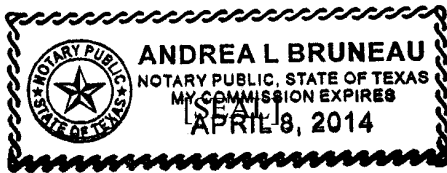
Hope Andrade
Secretary of State

ST/tl



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This instrument was acknowledged before me on April 23, 2012 by John S. McNeely, Legal Representative of Hi-Lite Ecuador Holdings, L.L.C., a Texas limited liability company, on behalf of said company.



Notary's Signature

Printed Name of Notary: Andrea L. Bruneau

My commission expires: 4/8/2014



Center, New York, April 10, 2012

Ricardo Cano Guerra, General Manager
John S. McNeely, Executive Vice President; and
Oscar Stavseth Peñafiel, Vice President
of Hi-Lite Ecuador, S.A.
Guayaquil, Ecuador

The present document has as its objective the designation of **ROBERTO GABRIEL PARRALES TAPIA (C.C. 0918519232)**, as our special power of attorney, in our capacity as a foreign company owning shares in the company Hi-Lite Ecuador, S.A. in the quantity detailed below:

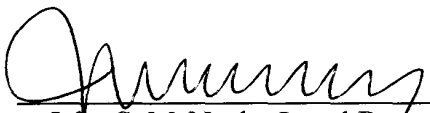
Hi-Lite Ecuador Holdings, LLC.	520	\$1	\$520

We grant to him this present power for the purpose of complying with that set out in Article 6 of the Companies Law, in a special and outstanding manner such that he can accomplish the following:

1. Answer the demands and comply with the obligations of the Law.
2. Sign the form called "NAME OF THE MEMBERS OR SHAREHOLDERS OF A FOREIGN CORPORATION WHO ARE THEMSELVES MEMBERS OR SHAREHOLDERS OF AN ECUADORIAN COMPANY."

Sincerely,

HI-LITE ECUADOR HOLDINGS, L.L.C.

By: 
John S. McNeely, Legal Representative

Adams Center, New York, 10 de Abril del 2012

Ricardo Cano Guerra, Gerente General
John S. McNeely, Vicepresidente Ejecutivo; y
Oscar Stavseth Peñafiel, Vicepresidente
de Hi-Lite Ecuador, S.A.
Guayaquil, Ecuador

La presente tiene por objeto designar al señor ROBERTO GABRIEL PARRALES TAPIA (C.C. 0918519232), como nuestro apoderado especial, en nuestra calidad de compañía extranjera titular de acciones en la compañía HI-LITE ECUADOR, S.A. en la cantidad que a continuación se detallan:

ACCIONISTA	Acciones	Valor de cada acción	Capital suscrito y pagado
Hi-Lite Ecuador Holdings, LLC.	520	\$1	\$520

Le otorgamos el presente poder especial con la finalidad de cumplir con lo dispuesto en el Art. 6 de la Ley de Compañías, de manera especial y señalada para que pueda realizar las siguientes gestiones:

1. Contestar las demandas y cumplir las obligaciones que le dispone la Ley.
2. Suscribir el formulario denominado "NÓMINA DE SOCIOS O ACCIONISTAS DE UNA COMPAÑÍA EXTRANJERA QUE A SU VEZ ES SOCIA O ACCIONISTA DE COMPAÑÍA ECUATORIANA"

Atentamente,

HI-LITE ECUADOR HOLDINGS, L.L.C.

By: _____

John S. McNeely, Representante Legal

ESTADO DE TEXAS

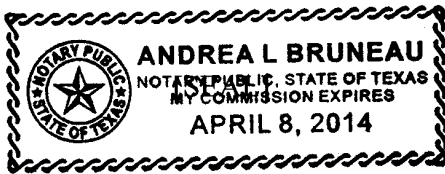
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CONDADO DE HARRIS

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Este instrumento fue reconocido ante mí el 23 de abril 2012 por John S. McNeely, Representante Legal de Hi-Lite Ecuador Holdings, L.L.C., una compañía de responsabilidad limitada en Texas, en nombre de dicha compañía.



A handwritten signature in black ink, appearing to read "Andrea L. Bruneau", written over a horizontal line.

Firma de Notario

Nombre de Notario en letra de molde: Andrea L. Bruneau

Mi comisión vence: 4/8/2012