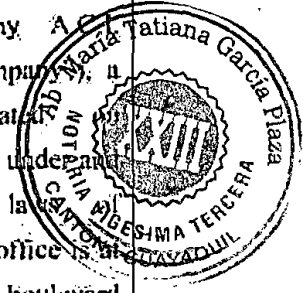




Poder	Power of Attorney
A.C.I. Construction S.à r.l. (la "Compañía"), una sociedad válidamente constituida con fecha Diciembre 14, 2012 y existente bajo y de acuerdo con las leyes de Luxemburgo, con domicilio en 65, boulevard Grande-Duchesse Charlotte L-1331 Luxembourg, e inscrita en el Registro de Comercio de Luxemburgo con el número 174145, por medio de su representante debidamente autorizado y abajo firmante, OTORGA poder a favor del Sr. Fernando Cisneros Velásquez (Documento de Identidad Número 0701302317) (el "Apoderado") para que, actuando en nombre y representación de A.C.I. Construction S.à r.l., (i) adquiera el 99,90% del capital social de Helpport Ecuador S.A., una sociedad ecuatoriana con domicilio en Av. De las Américas S/N, Edificio Administrativo Aeropuerto José Joaquín de Olmedo Guayaquil, Ecuador por un monto total de USD 999 (novecientos noventa y nueve Dólares Estadounidenses). A tal fin, el apoderado podrá negociar los términos y condiciones del contrato de compraventa de acciones y firmar cualquier documento que sea necesario para perfeccionar la compra de Helpport Ecuador S.A. y, en general, llevar a cabo cualquier otro acto que sea necesario o conveniente para el mejor desempeño de su mandato; y (ii) conforme el primer inciso y último del artículo 6 de la Ley de Compañías de la República del Ecuador, conteste demandas	The private limited company A.C.I. Construction S.à r.l. (the "Company"), a company validly incorporated on December 14, 2012 and existing under and in accordance with the laws of Luxembourg, whose registered office is at L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte, and registered with the Luxembourg Trade and Companies Register under section B number 174145, through the undersigned, its duly authorized representative, GRANTS a power in favor of Mr. Fernando Cisneros Velásquez (Identity Card Number 0701302317) (the "Attorney") to act on the Company's behalf, (i) in order to sign a share purchase agreement to acquire the 99.90% of the share capital of Helpport Ecuador S.A., an Ecuadorian company domiciled at Av. De las Américas S/N, Edificio Administrativo Aeropuerto José Joaquín de Olmedo Guayaquil, Ecuador for the total amount of US\$ 999 (nine hundred ninety-nine United States Dollars), negotiate the terms and conditions of said purchase agreement and sign any other document that may be necessary to perform the purchase of Helpport Ecuador S.A. shares and, in general, to carry out whichever any act as may be necessary or convenient for the better fulfilment of his mandate; and (ii) in accordance with the first and last paragraph of Article 6 of the Law of Companies of the Republic of Ecuador to



10992
199999



y cumpla, a nombre de la Compañía, las obligaciones respectivas debidamente reconocidas tales efectos el Apoderado tendrá todas las facultades necesarias, inclusive, en la enunciación siguiente sin limitación alguna, presentar y retirar toda documentación, apelar, desistir, recibir y contestar notificaciones administrativas y judiciales en representación de la Compañía, fijar domicilios, representar a la Compañía en las asambleas de accionistas en las sociedades en las que la Compañía sea accionista o socia y votar en tales reuniones, y en fin realizar cuantos otros actos sean convenientes o necesarios para el mejor cumplimiento de su mandato. Se deja aclarado que, conforme el último inciso del artículo 6 de la Ley de Compañías de la República del Ecuador, el Apoderado no asume ni asumirá, por ningún motivo, responsabilidad personal por las obligaciones de A.C.I. Construction S.á r.l. Dado que la Compañía es una sociedad que cuya única actividad en Ecuador será la de ser accionista o socia de otras empresas y no tendrá ninguna otra actividad en Ecuador, este poder no se inscribirá ni publicará, pero si deberá ser conocido por las compañías ecuatorianas en que las que A.C.I. Construction S.á r.l. fuere socia o accionista.

En prueba de lo anterior, el firmante otorga el presente poder en Luxemburgo, el 04 de noviembre de 2014.

A.C.I. Construction S.á r.l.
Por: Valérie PECHON
Cargo: Manager B

answer demands and comply, on behalf of the Company, the corresponding obligations duly recognized. To this purpose the person entitled to this power of attorney will have all the necessary authority such as to file applications, sign deeds, file and withdraw documentation, to appeal, to abandon proceedings, to accept service and to take part in administrative or judicial proceedings, to establish domiciles, to represent the Company at the shareholders' meetings of the companies in which it participates, and to vote at such meetings, and to undertake any other acts which may be convenient or necessary for the better fulfillment of this mandate, the above acts being quoted as an example and not as a limitation of this power of attorney. It is established that in accordance with the last paragraph of Article 6 of the Law of Companies of the Republic of Ecuador, the Attorney does not assume and will not assume, in any case, personal liability for the obligations of the Company. Since the Company is a company which only activity in Ecuador shall be to hold participation of other companies and will have no other activity in Ecuador, this power will not be registered, nor will be published, but it shall be known by the Ecuadorian companies in which the Company will participate as partner or shareholder.

In witness whereof this power of attorney has been executed in Luxembourg, on November 04, 2014.

A.C.I. Construction S.á r.l.
By: Valérie PECHON
Title: Manager B

The undersigned notary hereby legalizes the signature(s) of

Mr. PECHON

JEAN SECKLER
Notary
Luxembourg



A.C.I. Construction S.à r.l.
private limited company.

Registered office: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte
Registered with the Luxembourg Trade and Companies' Register under section B number 174145
(hereinafter referred to as the "Company")



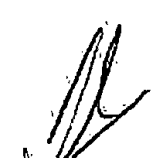
**MINUTES OF THE RESOLUTIONS TAKEN IN THE CIRCULAR FORM BY THE
BOARD OF MANAGERS WITH EFFECT TO AUGUST 01, 2014**

Take part in the vote: Mr. Jorge Alberto DEL AGUILA, A manager
Mr. Martín Francisco Antranik EURNEKIAN, A manager
Mr. Daniel Guillermo SIMONUTTI, A manager
Ms. Valérie PECHON, B manager
Mr. Raphaël ROZANSKI, B manager
Mr. Mark VRIJHOEF, B manager

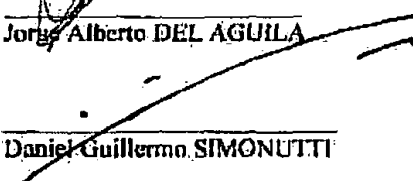
It is unanimously decided:

1. to acquire the 99.90% of the share capital of Helpport Ecuador S.A., an Ecuadorian company domiciled at Av. De las Américas S/N, Edificio Administrativo Aeropuerto José Joaquín de Olmedo Guayaquil, Ecuador for the total amount of US\$ 999 (nine hundred ninety-nine United States Dollars);
2. to grant a power of attorney in favor of Mr. Fernando Cisneros Velásquez (Identity Card Number 0701302317) to act indistinctly on the Company's behalf, in order to sign the corresponding share purchase agreement, negotiate the terms and conditions of said purchase agreement and sign any other document that may be necessary to perform the purchase of Helpport Ecuador S.A.' shares and, in general, to carry out whichever any act as may be necessary or convenient for the better fulfillment of his mandate;
3. to appoint Mr. Fernando Cisneros Velásquez to act on the Company's behalf in Ecuador, in accordance with the first and last paragraph of Article 6 of the Law of Companies of the Republic of Ecuador;
4. to issue the related powers of attorney substantially in the form as attached; and
5. to authorize any manager of the Company to singly sign in the name and on behalf of the Company the said power of attorney.

The board of managers


Jorge Alberto DEL AGUILA


Martín Francisco Antranik EURNEKIAN


Daniel Guillermo SIMONUTTI

Valérie PECHON

Raphaël ROZANSKI

Mark VRIJHOEF

De conformidad con el numeral 5 del Artículo 18 de la Ley Notarial, reformada por el Decreto Supremo número 2386 de Marzo 31 de 1976, publicada en el Registro Oficial número 54 de 12 de Abril de 1978 DOY FE. Que la fotocopia que se exhibe que consta de 2 folios es igual al documento original que se me exhibe Cuantía Indeterminada. Guayaquil



Ab. Maria Tatiana Garcia Plaza
NOTARIA PUBLICA VIGESIMA TERCERA
DEL CANTON GUAYAQUIL

29 EN 2016

A.C.I. Construction S.à r.l.

private limited company.



Registered office: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte

Registered with the Luxembourg Trade and Companies' Register under section B number 174145

(hereinafter referred to as the "Company")

**MINUTES OF THE RESOLUTIONS TAKEN IN THE CIRCULAR FORM BY THE
BOARD OF MANAGERS WITH EFFECT TO AUGUST 01, 2014**

Take part in the vote: Mr. Jorge Alberto DEL AGUILA, A manager
Mr. Martin Francisco Antranik EURNEKIAN, A manager
Mr. Daniel Guillermo SIMONUTTI, A manager
Ms. Valérie PECHON, B manager
Mr. Raphaël ROZANSKI, B manager
Mr. Mark VRJHOEF, B manager

It is unanimously decided:

1. to acquire the 99.90% of the share capital of Helpport Ecuador S.A., an Ecuadorian company domiciled at Av. De las Américas S/N, Edificio Administrativo Aeropuerto José Joaquín de Olmedo Guayaquil, Ecuador for the total amount of US\$ 999 (nine hundred ninety-nine United States Dollars);
2. to grant a power of attorney in favor of Mr. Fernando Cisneros Velásquez (Identity Card Number 0701302317) to act indistinctly on the Company's behalf, in order to sign the corresponding share purchase agreement, negotiate the terms and conditions of said purchase agreement and sign any other document that may be necessary to perform the purchase of Helpport Ecuador S.A.' shares and, in general, to carry out whichever any act as may be necessary or convenient for the better fulfillment of his mandate.
3. to appoint Mr. Fernando Cisneros Velásquez to act on the Company's behalf in Ecuador, in accordance with the first and last paragraph of Article 6 of the Law of Companies of the Republic of Ecuador.
4. to issue the related powers of attorney substantially in the form as attached; and
5. to authorize any manager of the Company to singly sign in the name and on behalf of the Company the said power of attorney.

The board of managers:

Jorge Alberto DEL AGUILA

Martin Francisco Antranik EURNEKIAN

Daniel Guillermo SIMONUTTI

Valérie PECHON

Raphaël ROZANSKI

Mark VRJHOEF



APOSTILLE

(Convention de la Haye du 5 octobre 1961)



1. Pays: Grand-Duché de Luxembourg

Le présent acte public

2. a été signé par Seckler, Jean

3. agissant en qualité de Notaire

4. est revêtu du sceau / timbre de Office notarial, Junglinster

Attesté

5. à Luxembourg 6. le 05/11/2014

7. par Ministère des Affaires Etrangères et de l'immigration

8. sous n° 1001141106329389

10. Signature

9. Sceau / timbre

GRAND-DUCHÉ DE LUXEMBOURG
Ministère des Affaires étrangères

Mario Wiesch
Préposé du
Bureau des Passports,
Visas et Légalisations





Poder	Power of Attorney
A.C.I. Construction S.A r.l. (la "Compañía"), una sociedad válidamente constituida con fecha Diciembre 14, 2012 y existente bajo y de acuerdo con las leyes de Luxemburgo, con domicilio en: 65, boulevard Grande-Duchesse Charlottq L-1331 Luxemburgo, e inscrita en el Registro de Comercio de Luxemburgo con el número 174145, por medio de su representante debidamente autorizado y abajo firmante,	The private limited company A.C.I. Construction S.A r.l. (the "Company"), a company validly incorporated on December 14, 2012 and existing under and in accordance with the laws of Luxembourg, whose registered office is at L-1331 Luxembourg, boulevard Grande-Duchesse Charlottq and registered with the Luxembourg Companies Register under section B number 174145, through the undersigned, its duly authorized representative,
OTORGA	GRANTS
poder a favor del Sr. Fernando Cisneros Velásquez (Documento de Identidad Número 0701302317) (el "Apoderado") para que, actuando en nombre y representación de A.C.I. Construction S.A r.l.,	a power in favor of Mr. Fernando Cisneros Velásquez (Identity Card Number 0701302317) (the "Attorney") to act on the Company's behalf,
(i) adquiera el 99,90% del capital social de Helpport Ecuador S.A., una sociedad ecuatoriana con domicilio en Av. De las Américas S/N, Edificio Administrativo, Aeropuerto José Joaquín de Olmedo, Guayaquil, Ecuador por un monto total de USD 999 (novecientos noventa y nueve Dólares Estadounidenses). A tal fin, el apoderado podrá negociar los términos y condiciones del contrato de compraventa de acciones y firmar cualquier documento que sea necesario para perfeccionar la compra de Helpport Ecuador S.A. y, en general, llevar a cabo cualquier otro acto que sea necesario o conveniente para el mejor desempeño de su mandato; y	(i) in order to sign a share purchase agreement to acquire the 99,90% of the share capital of Helpport Ecuador S.A., an Ecuadorian company domiciled at Av. De las Américas S/N, Edificio Administrativo, Aeropuerto José Joaquín de Olmedo, Guayaquil, Ecuador for the total amount of US\$ 999 (nine hundred ninety-nine United States Dollars), negotiate the terms and conditions of said purchase agreement and sign any other document that may be necessary to perform the purchase of Helpport Ecuador S.A. shares and, in general, to carry out whichever any act as may be necessary or convenient for the better fulfilment of his mandate; and
(ii) conforme el primer inciso y último del artículo 6 de la Ley de Compañías de la República del Ecuador, conteste demandas	(ii) in accordance with the first and last paragraph of Article 6 of the Law of Companies of the Republic of Ecuador to

y cumplirá a nombre de la Compañía las obligaciones respectivas debidamente reconocidas. A tales efectos el Apoderado tendrá todas las facultades necesarias, inclusive y sin que la enunciación siguiente implique limitación alguna, presentar solicitudes, firmar escritos, presentar y recibir documentación, apelar, desistir, contestar notificaciones administrativas y judiciales en representación de la Compañía, fijar domicilio o representar a la Compañía en asambleas de accionistas en las sociedades en las que la Compañía sea accionista o socia y votar en tales reuniones, y en fin realizar cuantos otros actos sean convenientes o necesarios para el mejor cumplimiento de su mandato. Se deja aclarado que, conforme el último inciso del artículo 6 de la Ley de Compañías de la República del Ecuador, el Apoderado no asume ni asumirá, por ningún motivo, responsabilidad personal por las obligaciones de A.C.I. Construction S.à r.l. Dado que la Compañía es una sociedad que cuya única actividad en Ecuador será la de ser accionista o socia de otras empresas y no tendrá ninguna otra actividad en Ecuador, este poder no se inscribirá ni publicará, pero sí deberá ser conocido por las compañías ecuatorianas en que las que A.C.I. Construction S.à r.l. fuere socia o accionista.

En prueba de lo anterior, el firmante otorga el presente poder en Luxemburgo, el 04 de noviembre de 2014.

A.C.I. Construction S.à r.l.
Por: Valérie PECHON
Cargo: Manager B

answer demands and comply, on behalf of the Company, the corresponding obligations duly recognized. To this purpose the person entitled to this power of attorney will have all the necessary authority such as to file applications, sign deeds, file and withdraw documentation, to appeal, to abandon proceedings, to accept service and to take part in administrative or judicial proceedings, to establish domicile, to represent the Company at the shareholders' meetings of the companies in which it participates, and to vote at such meetings, and to undertake any other acts which may be convenient or necessary for the better fulfillment of this mandate, the above acts being quoted as an example and not as a limitation of this power of attorney. It is established, that in accordance with the last paragraph of Article 6 of the Law of Companies of the Republic of Ecuador, the Attorney does not assume and will not assume, in any case, personal liability for the obligations of the Company. Since the Company is a company which only activity in Ecuador shall be to hold participation of other companies and will have no other activity in Ecuador, this power will not be registered, nor will be published, but it shall be known by the Ecuadorian companies in which the Company will participate as partner or shareholder.

In witness whereof this power of attorney has been executed in Luxembourg, on November 04, 2014.

A.C.I. Construction S.à r.l.
By: Valérie PECHON
Title: Manager B

The undersigned notary hereby legalizes the signature(s) of

Mrs PECHON

Man SECKLER
Notary
Luxembourg



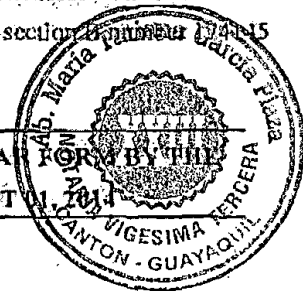
A.C.I. Construction S.A. r.l.

private limited company

Registered office: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte

Registered with the Luxembourg Trade and Companies' Register under section 104-15
(hereinafter referred to as the "Company")

MINUTES OF THE RESOLUTIONS TAKEN IN THE CIRCULAR
BOARD OF MANAGERS WITH EFFECT TO AUGUST 1, 2014



Take part in the vote: Mr. Jorge Alberto DEL AGUILA, A manager
Mr. Martín Francisco Antranik EURNEKIAN, A manager
Mr. Daniel Guillermo SIMONETTI, A manager
Ms. Valérie PECHON, B manager
Mr. Raphaël ROZANSKI, B manager
Mr. Mark VRIJHOEF, B manager

It is unanimously decided:

1. to acquire the 99.90% of the share capital of Helpport Ecuador S.A., an Ecuadorian company domiciled at Av. De las Américas S/N, Edificio Administrativo Aeropuerto José Joaquín de Olmedo Guayaquil, Ecuador for the total amount of US\$ 999 (nine hundred ninety-nine United States Dollars);
2. to grant a power of attorney in favor of Mr. Fernando Cisneros Velásquez (Identity Card Number 0701302317) to act indistinctly on the Company's behalf, in order to sign the corresponding share purchase agreement, negotiate the terms and conditions of said purchase agreement and sign any other document that may be necessary to perform the purchase of Helpport Ecuador S.A.' shares and, in general, to carry out whichever any act as may be necessary or convenient for the better fulfillment of his mandate;
3. to appoint Mr. Fernando Cisneros Velásquez to act on the Company's behalf in Ecuador, in accordance with the first and last paragraph of Article 6 of the Law of Companies of the Republic of Ecuador;
4. to issue the related powers of attorney substantially in the form as attached; and
5. to authorize any manager of the Company to singly sign in the name and on behalf of the Company the said power of attorney;

The board of managers:

Jorge Alberto DEL AGUILA

Martín Francisco Antranik EURNEKIAN

Daniel Guillermo SIMONETTI

Valérie PECHON

Raphaël ROZANSKI

Mark VRIJHOEF

De conformidad con el numeral 5 del Artículo 18 de la Ley Notarial, reformada por el Decreto Supremo número 2386 de Marzo 31 de 1978 publicada en el Registro Oficial número 56 del 12 de Abril de 1978 DOY FE: Que la fotocopia que antecede, que consta de 1 hoja, es igual al documento original que se me exhibe. Cuantía: Indeterminada. - Guayaquil,



23 FEB. 2016

Ab. Maria Tatiana Garcia Plaza
NOTARIA PUBLICA VIGÉSIMA TERCERA
DEL CANTÓN GUAYAQUIL

A.C.L. Construction S.à r.l.

private limited company

Registered office: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte

Registered with the Luxembourg Trade and Companies' Register under section B number 174145

(hereinafter referred to as the "Company")

MINUTES OF THE RESOLUTIONS TAKEN IN THE CIRCULAR FORM BY THE
BOARD OF MANAGERS WITH EFFECT TO AUGUST 01, 2014



Mr. Jorge Alberto DEL AGUILA, A manager
Mr. Martin Francisco Antranik EURNEKIAN, A manager
Mr. Daniel Guillermo SIMONUTTI, A manager
Ms. Valérie PECHON, B manager
Mr. Raphaël ROZANSKI, B manager
Mr. Mark VRIJHOEF, B manager

It is unanimously decided:

1. to acquire the 99.90% of the share capital of Helpart Ecuador S.A., an Ecuadorian company domiciled at Av. De las Américas S/N, Edificio Administrativo Aeropuerto José Joaquín de Olmedo Guayaquil, Ecuador for the total amount of US\$ 999 (nine hundred ninety-nine United States Dollars);
2. to grant a power of attorney in favor of Mr. Fernando Cisneros Velásquez (Identity Card Number 0701302317) to act indistinctly on the Company's behalf, in order to sign the corresponding share purchase agreement, negotiate the terms and conditions of said purchase agreement and sign any other document that may be necessary to perform the purchase of Helpart Ecuador S.A. shares and, in general, to carry out whichever any act as may be necessary or convenient for the better fulfillment of his mandate.
3. to appoint Mr. Fernando Cisneros Velásquez to act on the Company's behalf in Ecuador, in accordance with the first and last paragraph of Article 6 of the Law of Companies of the Republic of Ecuador.
4. to issue the related powers of attorney substantially in the form as attached; and
5. to authorize any manager of the Company to singly sign in the name and on behalf of the Company the said power of attorney.

The board of managers

Jorge Alberto DEL AGUILA

Martin Francisco Antranik EURNEKIAN

Daniel Guillermo SIMONUTTI

Valérie PECHON

Raphaël ROZANSKI

Mark VRIJHOEF

APOSTILLE

(Convention de la Haye du 5 octobre 1961)

1. Pays: Grand-Duché de Luxembourg

Le présent acte publie

2. a été signé par Seckler, Jean

3. agissant en qualité de Notaire

4. est revêtu du sceau / timbre de l'Office notarial, Junglinster

Attesté

5. à Luxembourg 6. le 05/11/2014

7. par Ministère des Affaires Étrangères et de l'Immigration

8. sous n° 1001141106329389

9. Sceau / timbre

10. Signature

Mario Wiesen
Préposé du
Bureau des Passports,
Visas et Localisations



GRAND-DUCHÉ DE LUXEMBOURG
Ministère des Affaires Étrangères



Factura: 002-003-000019821



20160901023D03501

FIEL COPIA DEL ORIGINAL DE DOCUMENTOS (COPIA CERTIFICADA) N° 20160901023D03501

RAZÓN: De conformidad al Art. 18 numeral 5 de la Ley Notarial, doy fe que la(s) fotocopia(s) que antecede(n) es (son) igual(es) al(los) documento(s) original(es) que corresponde(n) a y que me fue exhibido en 3 foja(s) útil(es). Una vez practicada(s) la certificación(es) se devuelve el(los) documento(s) en 3 foja(s), conservando una copia de ellas en el Libro de Diligencias. La veracidad de su contenido y el uso adecuado del (los) documento(s) certificado(s) es de responsabilidad exclusiva de la(s) persona(s) que lo(s) utiliza(n).

GUAYAQUIL, a 23 DE FEBRERO DEL 2016, (13:27).

NOTARIO(A) MARIA TATIANA GARCIA PLAZA
NOTARÍA VIGÉSIMA TERCERA DEL CANTÓN GUAYAQUIL