

43948

Quito, 3 de agosto de 2012

EXPEDIENTE: 147102

ABOGADA
SUAD MANSSUR VILLAGRÁN,
SUPERINTENDENTE DE COMPAÑÍAS
Presente.-



Q.

1c/u

Atención: Registro de Sociedades

Federico Pérez Ayala, en mi calidad de Gerente General y representante legal de la compañía **DISVENDING S.A.**, en estricto apego a lo prescrito en el artículo 21 de la Ley de Compañías, por medio de la presente, comunico a usted que previo el cumplimiento de las disposiciones legales pertinentes, se ha registrado en el libro de acciones y accionistas las siguientes transferencias de acciones de mi representada, conforme el siguiente detalle:

Número de Acciones: 400	Cedente	Cesionario
Nombre:	Felipe Durini Andrade	GLOBAL ECUSTAR LLC
Nacionalidad:	Ecuatoriana	Estadounidense
Cédula:	1707719462	Compañía Extranjera

Por la favorable atención que se sirva en dar a la presente, le anticipo mis agradecimientos.

Atentamente,
DISVENDING S.A.

Federico Pérez Ayala
 Gerente General

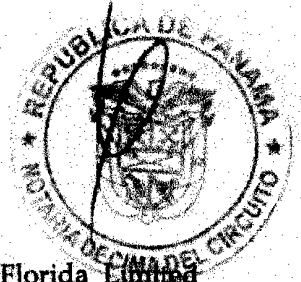
ESCANLAR

Transferencia registrada.

17 AGO. 2012

ORGANIZATIONAL WRITTEN CONSENT OF THE
SOLE MEMBER OF

GLOBAL ECUSTAR LLC



The undersigned, being the Sole Member of GLOBAL ECUSTAR LLC, a Florida Limited Liability Company (the "company"), hereby adopts the following organizational resolutions and consent to the actions authorized thereby:

WHEREAS, the company has been incorporated in accordance to the laws of the State of Florida, United States of America, as a Limited Liability company.

WHEREAS, it is in the best interest of the Company to adopt its organizational resolutions,

NOW, THEREFORE IT IS:

RESOLVED, that a copy of the Certificate of Incorporation of GLOBAL ECUSTAR LLC certified by the Secretary of State, be ordered to be inserted in the minutes book of the company preceding the this written consent

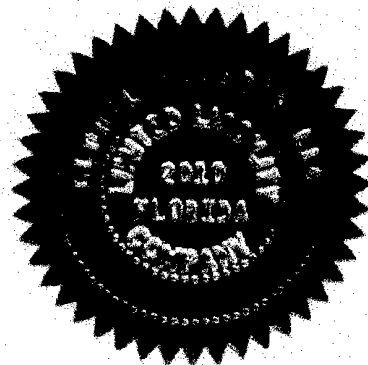
RESOLVED, that the following company be the Sole Member of the Limited Liability Company with interest and capital contributions in the company as follows:

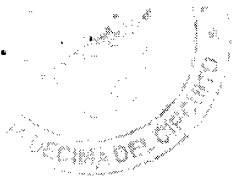
<u>NAME</u>	<u>PERCENTAGE</u>	<u>UNITS</u>	<u>CAPITAL CONTRIBUTION</u>
FUNDACIÓN VIDA GLOBAL	100 %	10,000	US\$10,000

RESOLVED, that the following individual be and is hereby appointed, in accordance with Florida Law, as President and Secretary of the company, who, being the Sole Manager of the company, will also manage the company with the following title until his successor(s) is (are) chosen and qualified:

Sole Manager, President and Secretary - ENRIQUE QUIROZ RIUMALLO

FURTHER RESOLVED, that the seal impressed on the margin of this page adjacent to the record of this resolution be adopted as a company seal of this company.




RESOLVED, that each section of the Operating Agreement that had been prepared pursuant to the instructions of the Sole Member be and is hereby approved and adopted by said Sole Member. A copy of said Operating Agreement is attached to this written consent.

RESOLVED, that the form of the Membership Certificate inserted in the minutes book immediately following this written consent, marked "SPECIMEN", be and is hereby approved and said form be used when issuing certificates of the membership interest of this company.

RESOLVED, that the books and records of the Company shall be kept in the following administrative address:

Amazonas 4545 y Pereira
Edificio Centro Financiero, Oficina 401
Quito, Ecuador

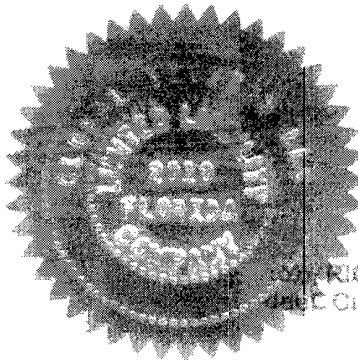
RESOLVED, to open a bank account for the depository of the corporate funds and that the Sole Manager be and is hereby authorized to complete and execute the necessary company documentation as may be required by the designated bank.

RESOLVED, to pay the expenses of organizing the Limited Liability Company and to authorize and direct the President of the company to pay said expenses from the corporate funds of the company.

IN WITNESS WHEREOF, the undersigned has executed this Organizational Written Consent of the Sole Member as of the 30th day of August, 2010.

SOLE MEMBER:

FUNDACIÓN VIDA GLOBAL



By: _____

Arturo Fitzsimmons Martin

RICARDO A. LANDERO M. Notario Público Décimo
Circuito de Panamá, con Cédula N 4-103-2337

CERTIFICO

Que he cotejado detenida y minuciosamente esta copia fotostática con su original y la he encontrado en todo conforme.

Panamá, 15 MAR 2011


RICARDO A. LANDERO M.
Notario Público Décimo

102 REPUBLICA DE PANAMA
1825 * TIMBRE NACIONAL *

2892
2010.00

16 03 11

PR.1109

APOSTILLE

Convention de la haye du 5 octobre 1961

1 Pais PANAMA

El presente documento público

2 ha sido firmado por Notario A. Andler

3 quien actua en calidad Notario

4 y esta revestido del sello/timbre de 8

CERTIFICADO

5 EN Panamá 6 el día 16 MAR 2011

7 por DIRECCION ADMINISTRATIVA

8 Bajo el número 18,279

9 Sello/timbre 10 Firma [Signature]



Esta Autorización no
implica responsabilidad
en cuanto al contenido
del documento.