

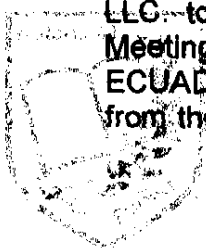
## **SPECIAL POWER OF ATTORNEY**

FLI Colombia, LLC., a duly incorporated and existing company under the laws of Delaware, United States of America, with its principal address at 700 Anderson Hill Road, Purchase, New York 10577, USA, hereby grant a special power of attorney, to Diego Hernán Pistone, Carlos Andrés Bazán Puelles, Christian Armando García Carbajal and Sandra Catalina Torres Cabrera, to be jointly or severally exercised, but sufficiently broad in accordance with law, so that on behalf of FLI Colombia, LLC., you may exercise the following powers:

a) To act in Ecuador on behalf of FLI Colombia, LLC., partner of PEPSICO ALIMENTOS ECUADOR CIA. LTDA. Therefore, the before mentioned persons are hereby empowered to contest lawsuits and comply obligations on behalf of FLI Colombia, LLC., according to Paragraph 6 of the Companies Law ("*Ley de Compañías*").

b) To file before the controlling authorities of Ecuador, such as the Companies Institute and Internal Revenue Service ("*Superintendencia de Compañías y Servicio de Rentas Internas*"), information related to FLI Colombia, LLC, as well as to sign on behalf of FLI Colombia, LLC. all kind of requirements and forms.

c) To attend on behalf of FLI Colombia, LLC. to any and all kind of Partners Meetings of PEPSICO ALIMENTOS ECUADOR CIA. LTDA. that are held from the date of this Power of Attorney



## **PODER ESPECIAL**

FLI Colombia, LLC., una sociedad debidamente constituida y existente bajo las leyes de los Estados Unidos de América, con domicilio principal en 700 Anderson Hill Road, 10577 Purchase, Nueva York, EUA, en calidad de mandante, otorga un poder especial amplio y suficiente cuan en derecho se requiere de conformidad con la ley a favor de Diego Hernán Pistone, Carlos Andrés Bazán Puelles, Christian Armando García Carbajal y Sandra Catalina Torres Cabrera, quienes en calidad de mandatarios, podrán en forma individual o conjunta ejercer las facultades siguientes:

a) Representar en el Ecuador a FLI Colombia, LLC., socia de la compañía PEPSICO ALIMENTOS ECUADOR CIA. LTDA. En tal virtud, los mandatarios en forma individual o conjunta estarán facultados a nombre de FLI Colombia, LLC. para contestar demandas y cumplir obligaciones en el Ecuador, todo ello acorde con lo establecido en el Art. 6 de la Ley de Compañías.

b) Presentar ante las entidades de control del Ecuador, tales como Superintendencia de Compañías y Servicio de Rentas Internas, información relativa a FLI Colombia, LLC., así como firmar a nombre de la mandate solicitudes o formularios.

c) Asistir y votar en nombre y representación de la Mandante, a las Juntas Generales Ordinarias y Extraordinarias de socios de la compañía PEPSICO ALIMENTOS

STATE OF NEW YORK

COUNTY OF WESTCHESTER

SS:

On the 24<sup>th</sup> day of October 2012 before me, the undersigned, a Notary Public in and for said state, personally appeared Robert Karl Biggart personally know to me to be the individual whose name is subscribed to this instrument and acknowledged to me that he executed the same in his capacity as Manager Director of FLI Colombia, LLC, a duly organized and existing Delaware Limited Liability Company (the "LLC") and that by his signature on this instrument, the LLC, the individual, or the person upon behalf of which the individual acted, executed the instrument.

*Rosanna Deveau*

STATE OF NEW YORK  
COUNTY OF WESTCHESTER

SS:

I, **Timothy C. Idoni**, Clerk of the County of Westchester and Clerk of the Supreme Court and County Court in and for said County, the same being courts of record having a seal, DO HEREBY CERTIFY, That Rosanna Deveau

whose name is subscribed to the deposition, certificate of acknowledgement or proof of the annexed instrument, was at the time taking the same a NOTARY PUBLIC in and for the State of New York, duly commissioned and sworn and qualified to act as such in Westchester County and throughout said State; that pursuant to law a commission, or a certificate of official character, and an autograph signature of said NOTARY PUBLIC, have been filed in my office; that said NOTARY PUBLIC was duly authorized by the laws of the State of New York to administer oaths and affirmations, to certify the acknowledgements of proof of deeds and other written instruments for lands, tenements and hereditaments to be read in evidence or recorded in said State, to protest notes and to take and certify depositions; and that I am well acquainted with the handwriting of such NOTARY PUBLIC, or having compared the signature of said Notary Public on the annexed instrument with such Notary Public's autograph signature deposited in my office, and believe that the signature on the annexed instrument is genuine.

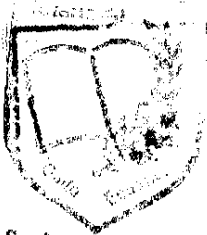
No notary seal required by the laws of the State of New York

In Witness Whereof, I have hereunto set my hand and affixed my official seal this

20th Day of November 2012

*Timothy C. Idoni*

County Clerk and Clerk of the Supreme Court and County Court, Westchester, N.Y.



Paola Andros de To

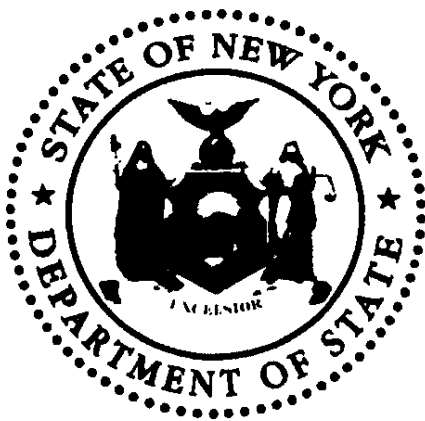
# Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: **United States of America**  
This public document
2. has been signed by **Timothy C. Idoni**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the county of **Westchester**

Certified

5. At New York, New York
6. the 20th day of November 2012
7. by Special Deputy Secretary of State, State of New York
8. No. NYC-191521A
9. Seal/Stamp
10. Signature



*Sandra J. Tallman*

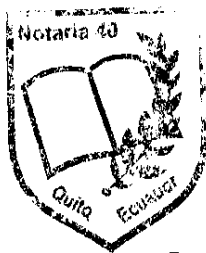
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Sandra J. Tallman  
Special Deputy Secretary of State



135596 RSL (REV. 8/25/2010)

Paula Aurora E.



Dr. Paola Andrade Torres

RAZÓN: Es compulsada la copia que en  
foja (a) me fue presentada 14  
Quito a

11 MAR 2013

Dr. PAOLA ANDRÁDE TORRES  
NOTARIA CUADRODECIMA (12)