

APOSTILLE

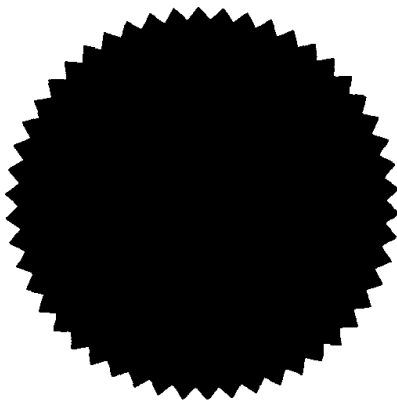
(Convention de La Haye du 5 Octobre 1961)

1. Country: United Kingdom in respect of Bermuda
This Public Document
2. Has been signed by Helen Elizabeth Cooper
3. Acting in the capacity of Notary Public
4. Bears the seal/stamp HELEN ELIZABETH COOPER NOTARY PUBLIC,
BERMUDA

Certified

5. At Bermuda
6. On 24 January 2013
7. By the Governor and Commander-in-Chief of the Bermudas or Somers Islands or any member of his staff, signing on his behalf and using his official seal.
8. Number: 56,160

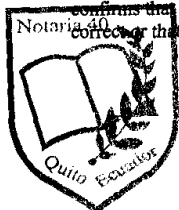
9. Seal



10. Signature:

Kenneth R. Scott
For Governor and
Commander-in-Chief

If this document is to be used in a country which is not a party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country. An apostille or legalization certificate only confirms that the signature, seal or stamp on the document is genuine. It does not mean that the contents of the document are correct or that the Parliamentary Registry Office approves of the contents.



Dr. Paola Andrade Torres

CITY OF HAMILTON

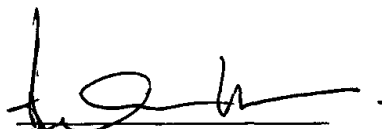
BERMUDA

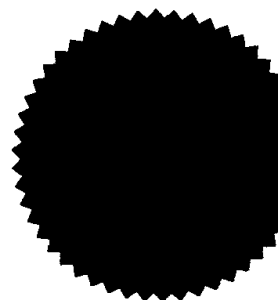
TO WHOM THESE PRESENTS SHALL COME:

I, HELEN E. COOPER, Notary Public of the City of Hamilton, Bermuda, DO HEREBY CERTIFY that the attached POWER OF ATTORNEY, initialled by me, was signed in my presence by Mary-Lynn Robinson, known to me, and that the signatures subscribed to the said POWER OF ATTORNEY is the proper signature and handwriting of the said Mary-Lynn Robinson.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my seal of office this 24th day of January two thousand and thirteen.

By:


Notary Public
Hamilton, Bermuda



Dr. Piedad Torres
Legal # 5536261

SPECIAL POWER OF ATTORNEY

CMC INVESTMENT COMPANY, a duly incorporated and existing company under the laws of Bermuda, with its principal address at 2 Church Street, HM11 Hamilton, Bermuda, hereby grant a special power of attorney, to Mónica Leticia Contreras Esper, 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 CMC INVESTMENT COMPANY, you may exercise the following powers:

a) To act in Ecuador on behalf of CMC INVESTMENT COMPANY, partner of PEPSI-COLA ECUADOR CIA. LTDA. Therefore, the before mentioned persons are hereby empowered to contest lawsuits and comply obligations on behalf of CMC INVESTMENT COMPANY, 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 CMC INVESTMENT COMPANY, as well as to sign on behalf of CMC INVESTMENT COMPANY all kind of requirements and forms.

c) To attend on behalf of CMC INVESTMENT COMPANY to any and all kind of Partners Meetings of PEPSI-COLA ECUADOR CIA. LTDA. that are



Dr. Paola Andrade Torres

PODER ESPECIAL

CMC INVESTMENT COMPANY, una sociedad debidamente constituida y existente bajo las leyes de Bermuda, teniendo como domicilio principal el ubicado en 2 Church Street, HM11 Hamilton, Bermuda, en calidad de mandante, otorga un poder especial amplio y suficiente cuan en derecho se requiere de conformidad con la ley a favor de Mónica Leticia Contreras Esper, 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 CMC INVESTMENT COMPANY, socia de la compañía PEPSI-COLA ECUADOR CIA. LTDA. En tal virtud, los mandatarios en forma individual o conjunta estarán facultados a nombre de CMC INVESTMENT COMPANY 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 CMC INVESTMENT COMPANY, 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

held from the date of this Power of Attorney and until December 31, 2014, and to vote thereat according to the corresponding instructions received from CMC INVESTMENT COMPANY. Therefore, the persons hereby empowered may act, jointly or severally, with all the rights granted by Law and by the company's By Laws to the Partners.

compañía PEPSI-COLA ECUADOR CIA. LTDA., que se celebren desde el otorgamiento de este poder especial hasta el 31 de diciembre de 2014, conforme a las instrucciones expresas que para cada Junta General de socios le otorgue CMC INVESTMENT COMPANY. En tal virtud, los mandatarios en forma individual o conjunta podrán actuar con todos los derechos que la Ley y el Estatuto confieren a los Socios.

This Power is valid and will be in effect until it is not cancelled or the persons hereby empowered resign its exercise.

El poder otorgado mantendrá su vigencia y total validez mientras no sea legalmente revocado o los mandatarios renuncien al mismo.

This power of attorney cannot be delegated or substituted.

El presente poder no podrá ser delegado o sustituido.

Granted at Hamilton, Bermuda, on this 24th day of January of the year 2013.

Dado y otorgado en Hamilton, Bermuda en este día 24 del mes de enero del año 2013.

Signature/Firma: Mary Lynn Robinson
Name/Nombre: Mary Lynn Robinson
Position/Cargo: Director



Dr. Paola Andrade Torres

RAZON: Es compulsada de la copia que en
foja (s) me fue presentada
Quito a. 24 FEB. 2013
Dra. PAOLA ANDRADE TORRES
NOTARIA 40 QUITO (E)