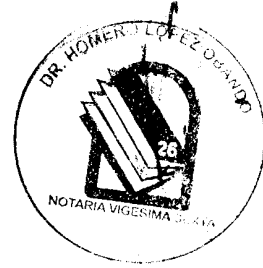


Apostille

(Convention de La Haye du 5 Octobre 1961)



1. Country: United States of America
This public document
2. has been signed by **Norman Goodman**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the county of **New York**

Certified

5. At New York, New York
6. the 27th day of January 2010
7. by Secretary of State, State of New York
8. No. NYC-10413512B
9. Seal/Stamp
10. Signature

A handwritten signature in cursive script, reading "Lorraine Cortes Vazquez".

Lorraine Cortes Vazquez
Secretary of State

PODER ESPECIAL

OTORGADO POR:

.....

A FAVOR DE:

[Diego Ramírez Mesec]

PRIMERA.- COMPARECIENTE.-

El señor Michael Alan Hartman., en su calidad de Senior Vicepresidente y General Counsel y como tal Representante Legal de **DIRECTV LATIN AMERICA, LLC**, (en adelante "MANDANTE").- El compareciente es de nacionalidad estadounidense, mayor de edad, domiciliado en esta ciudad de Nueva York; hábil para contratar y obligarse y quien actúa por los derechos que representa.

SEGUNDA.- PODER ESPECIAL.-

El señor Michael Alan Hartman, a nombre y representación de la MANDANTE, en forma libre y voluntaria, otorga el presente Poder Especial a Diego Ramírez Mesec y la nombra como su apoderada especial, a quien en adelante se le podrá denominar el/la "MANDATARIO/A", para que tenga plenas facultades y atribuciones para realizar, a nombre y en representación del/la MANDANTE, lo siguiente:

- a) Representar al/la MANDANTE, en todos los actos que sean necesarios ante entidades públicas, privadas, administrativas o judiciales, especialmente pero no limitado a: i) la suscripción de títulos de acción ó certificados de aportación; ii) comparecer a las Juntas Generales que se celebren, pudiendo proponer, discutir y votar sobre los puntos a tratarse iii) presentar solicitudes, información y datos a órganos de control ecuatorianos; iv) registrar la inversión en el Banco Central del Ecuador.
- b) Contestar y presentar demandas, representar judicial y extrajudicialmente para defender los derechos e intereses del/la MANDANTE.
- c) El/la MANDATARIO/A, podrá hacer, a

SPECIFIC POWER OF ATTORNEY

GRANTED BY:

.....

TO:

[Diego Ramírez Mesec]

FIRST.- APPEARER.-

Mr Michael Alan Hartman in his capacity as Senior Vice President and General Counsel and as such Legal Representative of **DIRECTV LATIN AMERICA, LLC**, (hereinafter "PRINCIPAL").- The appearer with United States nationality, of legal age, domiciled in the city of New York; able to execute contracts and assume obligations, acting in his capacity and for the rights he represents.

SECOND.- SPECIFIC POWER.-

Mr Michael Alan Hartman, in the name and on behalf of the PRINCIPAL, freely and voluntarily hereby grants this Specific and Limited Power of Attorney to Diego Ramírez Mesec and appoints it as "Attorney-in-fact", hereinafter also referred to as "AGENT", so that he shall have the full power and authority, in the name and on behalf of the PRINCIPAL, to undertake and perform only the following acts:

- a) To act on behalf of the PRINCIPAL, in all necessary acts before public, private, administrative or legal entities, specially but not limited to: i) subscription of Shares or Certificates of Contribution; ii) attend to the General Shareholders Meetings that might be held, being capable to propose, discuss and vote on the matters to be known; iii) file applications, present information before Ecuadorian control entities; and, iv) register the investment at the Central Bank of Ecuador.
- b) Reply and file claims, whether judicial and extra-judicial, in order to safeguard the rights and interests of the PRINCIPAL.
- c) On behalf of the PRINCIPAL, the AGENT shall undertake all necessary procedures in order to fully accomplish the assignment

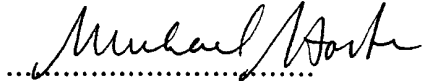


nombre del/la MANDANTE, todo aquello que sea necesario para cumplir a cabalidad con el mandato conferido y para proteger los derechos e intereses del/la MANDANTE, por lo que ninguna entidad y/o autoridad pública o privada del Ecuador podrá alegar insuficiencia de poder.

El/la MANDANTE, reconoce y acepta que el/la MANDATARIO/A no será personalmente responsable de las obligaciones que adquiera el/la MANDANTE.

TERCERA.- PLAZO.-

El presente poder es otorgado por un plazo indeterminado, pero el/la MANDANTE podrá revocarlo en cualquier momento.-



Michael A. Hartman

En presencia de:

CERTIFICACION NOTARIAL

ESTADOS UNIDOS)

ESTADO DE NUEVA YORK)

Ante mi, el suscrito Notario Público, del estado de Nueva York, Estados Unidos, el día 25 del mes de enero del 2010, personalmente ha comparecido y firmado Michael A Hartman, a quien conozco y de quien me consta tiene capacidad legal suficiente para otorgar el anterior documento y reconoce como suya la firma que aparece en el documento anterior.


NOTARIO PÚBLICO

DONNA M. MARRONE
NOTARY PUBLIC, State of New York
No. 01MA6204155
Qualified in New York County
Term Expires April 13, 2013

conferred within this instrument and safeguard its rights and interests. No Ecuadorian authority, whether governmental or private, may claim lack of legal capacity to handle assigned matters.

The PRINCIPAL acknowledges and accepts that the AGENT shall not be held personally liable of the responsibilities acquired by the PRINCIPAL.

THIRD.- TERM.-

This power of attorney is granted for an indefinite period but may be revoked at any time by the PRINCIPAL.-



Michael A. Hartman

In the presence of:

NOTARIAL CERTIFICATION

STATE OF NEW YORK)

COUNTY OF NEW YORK)

On this 25th day of January, 2010, before me, the undersigned Notary Public, in and for said State, personally appeared Michael A. Hartman, who is personally known to me, and provided proper identification, whose legal capacity to grant said document before me I recognize, and who acknowledged as his own the signature appearing on the foregoing instrument.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


NOTARY PUBLIC

DONNA M. MARRONE
NOTARY PUBLIC, State of New York
No. 01MA6204155
Qualified in New York County
Term Expires April 13, 2013

