REVISTA JUDICIAI

REPUBLICA DEL ECUADOR SUPERINTENDENCIA DE COMPAÑIAS

CONSTITUCION DE LA COMPAÑIA COMERCIALIZADORA INTERNACIONAL **DEL MONTE S.A. CIMSA**

La compañía COMERCIALIZADORA INTERNACIONAL DEL MONTE S.A. CIMSA se constituyó por escritura pública otorgada ante el Notario Trigésimo Séptimo del DISTRI-TO METROPOLITANO DE QUITO, el 09/Abril/2007, fue aprobada por la Superintendencia de Compañías mediante Resolución Nº 07.Q.IJ.001916 de 27/Abril/2007.

- 1.- DOMICILIO: DISTRITO METROPOLITANO DE QUI-TO, provincia de PICHINCHA.
- 2.- CAPITAL: Suscrito: US\$ 800,00 Número de Acciones: 800, Valor: US\$ 1,00; Capital Autorizado: US\$ 1.600,00.

3.- OBJETO.- El objeto de la compañía es: COMERCIA-LIZACION DE FLORES, INCLUYENDO SU EXPORTA-CION E IMPORTACION, ASI COMO LA COMERCIALI-ZACION DE LOS PRODUCTOS ACCESORIOS QUE SIRVEN PARA LA DISPOSICION DE LAS FLOBES EL MERCADO.

Quito, 27/Abril/2007.

Dr. Daniel Alvarez Celi ESPECIALISTA JURIDICĂ

the laws of Maryland, United States of America, having its principal office at 10400 Fernwood Road, Bethesda, Maryland 20817, United States of America (the "Corporation"), hereby appoints Mr. Glenn Simon, General Manager of the JW MARRIOTT HOTEL QUITO (the "Hotel") to be the Corporation's Attorney-in-Fact and in the name of the Corporation is hereby authorized and empoweis hereby authorized and empowe red to act either in her own name

red to act either in her own haune of the Corporation in the Republic of Ecuador for the sole and exclusive benefit of the Corporation:

(1) To perform on behalf and in repesentation of the Corporation all actions and legal transactions that are to be executed and enforced within the national territory of the within the national territory of the Republic of Ecuador, and specially to answer claims and meet com-mitments and to do all such other acts and things and complete an agreements, applimitions, manda-tes, intruments, documents and tes, intruments, dourments and transactions as may in the entire discretion of the Attorney-in-Fact be apropriate or necessary or which the Attorney-in-Fact shall for any reason think fit for the purpose of carrying out the Corporation's business of operating the Hotel.

(2) To enter into contracts and (2) to enter into contracts and assume all authority granted to Attorney-in-fact under Article 48 of the Ecuadorian Code of Civil Procedure, including, among other things, the authority to file and answer claims, submit evidence and to object, oppose, and challenge claims, judgments or adjudilenge claims, judgments or adjuctation, answer cations, refer to arbitration, answer interrogatories, defer to opposing parties adth. to receive or take possession of property under litigation, receive payments and give receipt thereunder. This authority may be exercised before any court, tribunal and administrativa eathoristativa authoristativa particular. and administrative authority.

and administrative authority.

(3) To submit, tender, offer, execute, petition, file, acknowledge, deliver, and notarize any application, document or instrument, and take any other lawful action necessary for the establishmente, registration, creation and domicilation of the Comparation in the liation of the Corporation in the Republic of Ecuador

(4) The Attorney-in-Fact is authorized to delegate this General Power of Attorney totally or partially upon one or more persons. Whenever the Attorney-in-Fact delegate this General Power of Attorney, it will be understood that he reserves DE ESTA OF Hay firma y THE STATE OFFICE OF STATE APOSTILLE Octobre 196 1.Country: U This public 2. has beer Knight 3. acting in

the Circuit County 4. bears ti 6. the 6th d 7. by The Maryland. 8. Seal 9. Signatur Interim Sec No.191508

State of N

County, Sc

In the Offi Circuit Conty
I. Loretta
Circuit Conty, Ma LAPERA appointed Public cor day of July In Testim hereunto the seal Montgome of Februar Loretta E. Clerk of Montgomi ACKNOWI STATE OF COUNTY On this 51 before mo

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SIRO DE SOCIEDADE

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