



DR. JORGE MACHADO CEVALLOS



No. 4 3 7 1



**PROTOCOLIZACION.- TRADUCCION.-
COPIAS LEGALIZADAS DEL CERTIFICADO
DE EXISTENCIA LEGAL Y OTORGAMIENTO
DE PODER ESPECIAL CON SUS REPECTIVAS APOSTILLAS
OTORGADO POR LA COMPAÑÍA
DANEC HOLDINGS LLC,
A FAVOR DE DIEGO ROMERO PONCE
Y SUS APOSTILLAS**

**CUANTIA INDETERMINADA
QUITO 03 MAYO 2011**

******* IMC *******

DI 02 COPIAS

Quito, 29 de abril de 2011

Señor
Notario Primero del Cantón Quito
Ciudad.

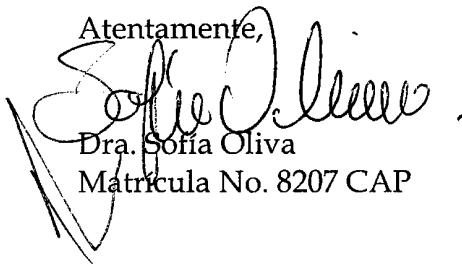
Estimado doctor:

Por medio de la presente solicito a usted la protocolización de los siguientes documentos:

1. Certificado de existencia legal de Danec Holdings LLC.
2. Apostilla del certificado de existencia legal de Danec Holdings LLC.
3. Poder especial a favor del doctor Diego Romero Ponce.
4. Apostilla de poder especial a favor del doctor Diego Romero Ponce.
5. Traducciones de los documentos constantes en los números 1 al 4.
6. Declaración de perito traductor.

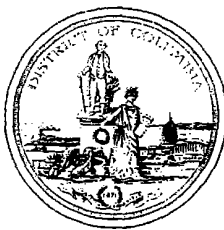
Finalmente, solicito se otorgue dos copias certificadas de dicha protocolización.

Atentamente,



Dra. Sofia Oliva

Matrícula No. 8207 CAP



Apostille

(Convention de La Haye du 5 octobre 1961)

1. *District of Columbia*
United States of America

PATRICIA E. GRAYS

2. This public document has been signed by _____

SUPERINTENDENT OF CORPORATIONS

3. acting in the capacity of _____

CORPORATIONS DIVISION

4. bears the seal/stamp of **DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS**

CERTIFIED

5. at Washington, D.C.

6. the 2 day of **NOVEMBER** 2009

7. by *Secretary of the District of Columbia*

8. No. Nº 219348

9. Seal/Stamp



10. Signature

Stephanie D. Scott

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



CERTIFICATE

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the **21st** day of **October, 2009** *Articles of Organization of:*

DANEC HOLDINGS LLC

WE FURTHER CERTIFY that the above named Company is in **Good Standing** and duly organized and existing according to the records of Corporations Division, having filed all reports as required by the District of Columbia Limited Liability Company Act.

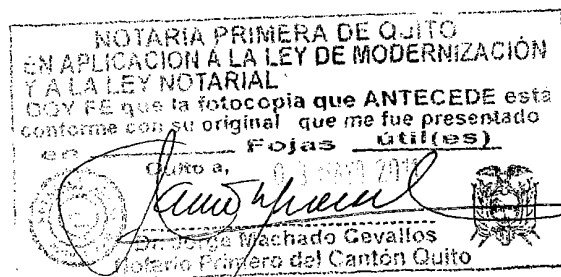
IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this **30th** day of **October, 2009**.

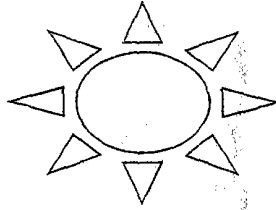
LINDA K. ARGO
Director

Business and Professional Licensing Administration


PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Adrian M. Fenty
Mayor





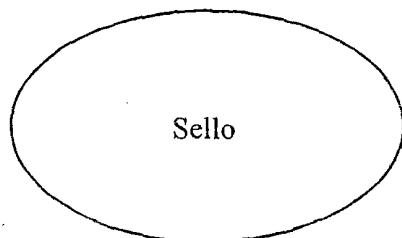
APOSTILLA

(Convención de la Haya de 5 de octubre de 1961)

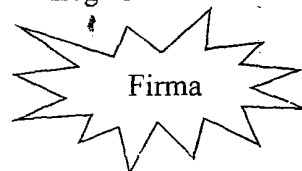
1. *Distrito de Columbia*
Estados Unidos de América
2. Este documento público ha sido suscrito por: **PATRICIA E. GRAYS**
3. Actuando en calidad de: **SUPERINTENDENTE DE EMPRESAS**
DIVISIÓN DE EMPRESAS
4. Lleva el sello/ estampilla de: **DEPARTAMENTO DEL CONSUMIDOR Y DE**
ASUNTOS REGULATORIOS

Certifica

5. en Washington, D.C.
6. el 2do día de Noviembre del 2009
7. por el Secretario del Distrito de Columbia
8. No. 219348
9. Sello/Estampilla

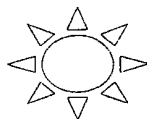


10. Firma
Ilegible



Stephanie D. Scott

GOBIERNO DEL DISTRITO DE COLUMBIA
DEPARTAMENTO DEL CONSUMIDOR Y DE ASUNTOS REGULATORIOS



CERTIFICADO

Esto es para certificar que se ha recibido y aceptado para registro en el Departamento del Consumidor y de Asuntos Regulatorios, División de Empresas, el 21 de Octubre del 2009. **Los Estatutos de Constitución de:**

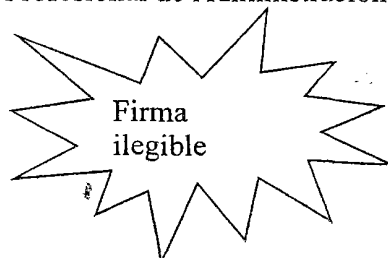
DANEC HOLDINGS LLC

NOSOTROS ADEMÁS CERTIFICAMOS que la antedicha Compañía está en **Cumplimiento de sus obligaciones**, debidamente organizada y existente; y, que de acuerdo a los Registros de la División de Empresas tiene presentados todos los reportes que requiere la Ley de Compañías de Responsabilidad Limitada del Distrito de Columbia.

EN TESTIMONIO DE LO CUAL YO suscribo la presente con mi puño y letra y el sello de esta oficina que ha sido estampado el 30 de Octubre del 2009.

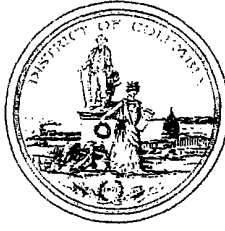
LINDA K. ARGO
Directora

Licencia Profesional de Administración y Negocios



Adrian M. Fenty
Alcalde

PATRICIA E. GRAYS
Superintendente de Empresas
División de Empresas.



Apostille

(Convention de La Haye du 5 octobre 1961)

1. *District of Columbia*
United States of America

JEAN M. WINTERS

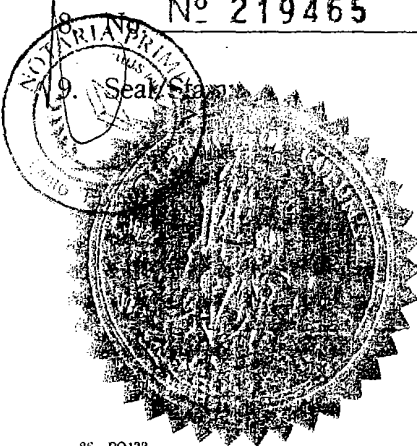
2. This public document has been signed by _____
NOTARY PUBLIC IN AND FOR THE DISTRICT OF COLUMBIA
3. acting in the capacity of _____

4. bears the seal/stamp of **JEAN M. WINTERS, NOTARY PUBLIC IN AND FOR THE**
DISTRICT OF COLUMBIA

CERTIFIED

5. at Washington, D.C.
6. the 2 day of NOVEMBER 2009
7. by *Secretary of the District of Columbia*

Nº 219465



10. Signature

Stephanie D. Scott

Stephanie D. Scott

SPECIAL POWER OF ATTORNEY

Kozusko Harris Vetter Wareh LLP, in its capacity as legal representative of **DANEC HOLDINGS LLC** (hereinafter "The Company") domiciled in the District of Columbia, USA, hereby grants this special Power of Attorney pursuant to the following clauses:

The Company issues this Special Power of Attorney on behalf of **Diego Romero Ponce**, an Ecuadorian citizen with capacity to bind, domiciled in Quito, holder of identification card No. **1704141355** for the purpose of executing the following faculties and rights of the Company in Ecuador.

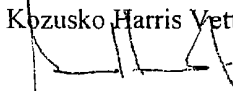
- 1.- This Special Power of Attorney will grant the proxy all faculties stated in article 6 of the Ecuadorian Companies Law, amendment by the Reformatory Law to the Companies Law published in the Official Gazette No. 591 dated May 15, 2009.
- 2.- The proxy may represent **DANEC HOLDINGS LLC** to answer any plaint or claim as shareholder of the Ecuadorian Company **INDUSTRIAL DANEC S.A.**, and comply with the corresponding obligations.
- 3.- Issues annually the certification required by Article 115 letter h) of the Companies Law related to the Company's shareholder list, including all the information requested by the law and the corresponding resolution issued by the Superintendency of Companies.

This Special Power of Attorney shall not be deemed or construed to cause The Company: (i) to have a permanent establishment in Ecuador; (ii) to enroll in the National Register of Taxpayers in Ecuador; or (iii) to submit Statements of income taxes.

This Special Power of Attorney is valid until otherwise revoked.

In witness whereof, the undersigned grants this special power of attorney this 30th day of October, 2009.

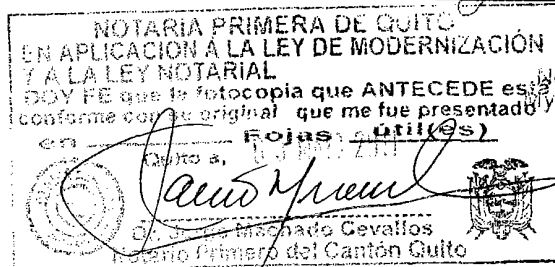
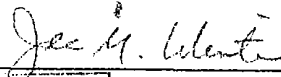
Kozusko Harris Vetter Wareh LLP, Manager



Signature
Legal Representative
DANEC HOLDINGS LLC

District of Columbia)
) ss.:

Subscribed and sworn before me, the undersigned Notary Public, on this 30th day of October, 2009, in Washington, D.C.



JEAN M. WINTERS
Notary Public District of Columbia
My Commission Expires 4.14.2014