

The State of Wisconsin

**Office of the
Secretary of State**

CERTIFIED

APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

1. **Country: United States of America**
2. **This public document has been signed by Gary W. Ballesteros**
3. **acting in the capacity of Notary Public, State of Wisconsin**
4. **bears the seal/stamp of Notary Public, State of Wisconsin**

CERTIFIED for Ecuador

5. **at Madison, Wisconsin**
6. **August 23, 2010**
7. **by the Secretary of State of Wisconsin**
8. **No. 196448**
9. **Seal/stamp:**

10. Signature



DOUGLAS LA FOLLETTE
Secretary of State

This Apostille only confirms the authority of the person named in Number 2. It does not mean that the contents of the attached document are correct, or that the Secretary of State approves of the contents.





PODER ESPECIAL / POWER OF ATTORNEY COMPAÑIAS / COMPANIES

La suscrita, Karen A. Balistreri, de nacionalidad estadounidense, de profesión abogada, de los Estados Unidos de América, domiciliada en 1201 South Second Street Milwaukee, Wisconsin, 53204, por los derechos que represento en mi calidad de Secretaria Asistente de **ROCKWELL AUTOMATION SALES COMPANY, LLC** (la "Compañía"), una sociedad organizada y existente bajo las leyes de Estados Unidos de América y en actual cumplimiento de su objeto social, con domicilio en 1201 South Second Street, Milwaukee, WI 53204, y de conformidad con el nombramiento hecho por el Consejo de Administración de la Compañía en fecha 25 de enero de 2010, por el presente instrumento, confiero (conferimos) PODER ESPECIAL a favor de Dr. Carlos Morales Bernal, con cédula de ciudadanía No. 171006187-8, Dra. Cecilia Falconi Pérez, con cédula de ciudadanía No. 1704611449 y/o Dra. Lucia Cordero Ledergerber, con cédula de ciudadanía No. 1711102739 y/o Dr. Carlos Alberto Arroyo del Río, con cédula de ciudadanía No. 1707264698 y/o Ab. Sasha Mandakovic Falconi, con cédula de ciudadanía No. 1709216392, y/o Braulio Guillermo Quiñónez Abril, con cédula de ciudadanía No. 159788, todos ellos mayores de edad, de estado civil casados, de profesión abogados e ingeniero en el caso del último, domiciliados en la ciudad de Quito - Ecuador, para que actuando nombre de la otorgante la represente ante cualquier entidad, autoridad o persona, natural o jurídica, pública o privada, especialmente ante las del orden Administrativo, Contencioso-Administrativo, Judicial o Extra Judicial, en todo lo referente a los siguientes asuntos:

1. Solicitar y obtener el correspondiente registro de inversión extranjera, autorizaciones para la remesa de ganancias, y reinvención o dividendos no distribuidos u otro excedente de capital, o reexportar el capital invertido o reinvertido. Generalmente para llevar a cabo, en representación del otorgante toda clase de acciones relacionadas con la inversión extranjera en la República del Ecuador.
2. Comparecer a reuniones de Junta General de Socios, ordinarias o extraordinarias de la compañía Rockwell Automation Ecuador Cia. Ltda., de la cual el otorgante es socio o accionista, y tomar las correspondientes decisiones y suscribir las Actas o cualquier documento necesario para perfeccionar las decisiones tomadas en dichas Juntas.
3. Ejercer Procuración Judicial, y ratificar o no la agencia oficiosa.
4. Expresamente se otorga este Poder amplio y suficiente, para ejercer las facultades especiales establecidas en el Art. 44 del Código de Procedimiento Civil, esto es: conciliar, transigir, comprometer el pleito en árbitros, desistir del pleito, deferir al juramento decisorio, absolver posiciones; y, recibir la cosa sobre la cual verse el litigio o tomar posesión de ella. Los mandatarios podrán ejecutar cualquier otro acto que requiera de cláusula especial; para cualquiera y/o todas las disposiciones que se mencionan en este instrumento.
5. Se deja expresa constancia que las facultades enumeradas en este mandato son meramente ejemplificativas y no limitativas de otras facultades implícitas, por cuya motivo, los mandatarios están autorizados a ejercer, sin restricción alguna, todos los derechos de acuerdo con la ley vigente y/o con la legislación que se promulgue en el futuro, se relacionen y/o emerjan y/o sean consecuencia del objeto del presente Poder y en razón de lo aquí expresado.

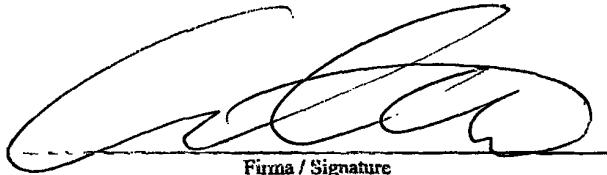
Dado y firmado en Milwaukee, Wisconsin, Estados Unidos de América, a los 16 días de agosto de 2010.

The undersigned, Karen A. Balistreri, a citizen from the United States of America, an attorney, from the United States of America, domiciled at 1201 South Second Street Milwaukee, Wisconsin, 53204, by the rights that I represent in my capacity as Assistant Secretary of **ROCKWELL AUTOMATION SALES COMPANY, LLC** (the "Company), an organization existing and organized under the laws of the United States of America, and in present execution of its social objective, domiciled at 1201 South Second St., Milwaukee, WI 53204, and a position to which I was appointed on January 25, 2010 by the Company's Board of Directors; do hereby grant POWER OF ATTORNEY to Carlos Morales Bernal, with identification number No. 171006187-8, Cecilia Falconi Pérez, with identification number 1704611449 and/or Lucia Cordero Ledergerber, with identification number 1711102739 and/or Carlos Alberto Arroyo del Río, with identification number 1707264698 and/or Sasha Mandakovic Falconi, with identification number 1709216392, and/or Braulio Guillermo Quiñónez Abril, with identification number 159788, all of them citizens from Ecuador, attorneys, except for the latter, who is an engineer, domiciled in Quito - Ecuador, who can act on the grantors behalf before any entity, authority or person, public or private, specially before those Administrative, Contentious-Administrative, Judicial or Extra-Judicial, in all matters concerning the following:

1. To request and obtain the corresponding registrations of foreign investments, authorizations for the remittance of profits, and reinvestment or non distributed dividends or other capital surplus, or to re-export the invested or reinvested capitals. Generally, to carry on, on behalf of the grantor, all kind of actions in connection with the foreign investment in the Republic of Ecuador.
2. To attend General Share or Stockholder's Meetings, ordinary or extraordinary, of the company Rockwell Automation Ecuador Cia. Ltda., of which the grantor is a shareholder, and taking the concerning decisions, as well as subscribe acts and other documents required to comply the decisions taken by the Shareholder meeting.
3. Judicial proxy and to ratify or not the officious agency.
4. It is expressly granted full and ample POWER OF ATTORNEY to exercise the special rights established under Art. 44 of the Civil Procedure Code, this is: to conciliate, settle, submit to arbitration, desist legal proceeding, defer the harmonious testimony or decisive oath, absolve or acquit positions; and to receive the object related to the litigation or to take possession of the said object. Proxies may execute any other act that requires a special clause; for any and/or all the provisions mentioned in this instrument.
5. It is expressly stated that attributions enumerated in this Power of Attorney are merely explanatory and not limitative of other powers, and therefore, the attorneys -in fact- are authorized to exercise without any restriction whatsoever, all the rights granted by the law or emerging from it or which may be a consequence of the objects of this mandate and whether this be under legislation at present in force or legislation which may be promulgated in the future in order that this mandate be sufficient enough for all the matters referenced above.

Given and signed in the city of Milwaukee, Wisconsin, United States of America on this 16 day of August, 2010.





Firma / Signature
Karen A. Balistreri
ROCKWELL AUTOMATION SALES COMPANY, LLC.
Secretaria Asistente
Assistant Secretary

STATE OF WISCONSIN)
COUNTY OF MILWAUKEE)

On this 16th day of August, 2010 before me, a Notary Public in and for the State of Wisconsin, appeared Karen A. Balistreri known to me to be the person whose name is subscribed to the above instrument and acknowledged to me she executed the same.

WITNESS my hand and official seal.



Gary W. Ballesteros
Notary Public, State of Wisconsin
My commission is indefinite

