

# Apostille

(Convention de La Haye du 5 Octobre 1961)

ESCANEAR

1. Country: United States of America

This public document:

2. has been signed by Jeffrey W. Bullock

3. acting in the capacity of Secretary of State of Delaware

4. bears the seal/stamp of Office of Secretary of State

## Certified

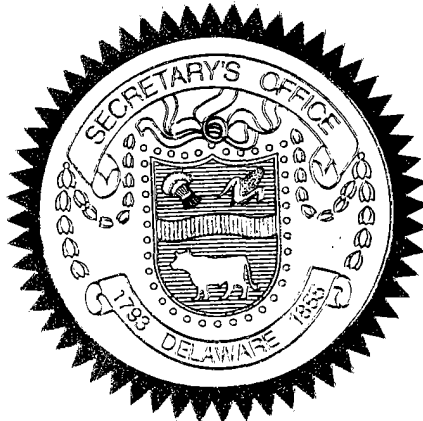
5. at Dover, Delaware

6. the fifteenth day of October, A.D. 2009

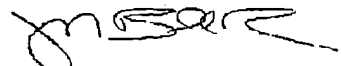
7. by Secretary of State, Delaware Department of State

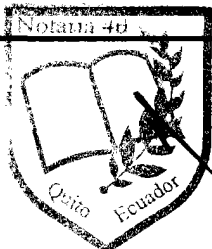
8. No. 0398102

9. Seal/Stamp:



10. Signature:

  
Secretary of State



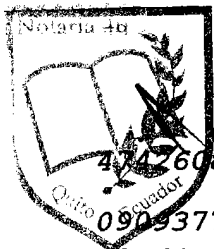
Oswaldo Mejía Espinosa

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "SOUTHERN PACIFIC DEVELOPERS LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF OCTOBER, A.D. 2009, AT 12:30 O'CLOCK P.M.



*Jeffrey W. Bullock*

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 7586920

DATE: 10-15-09

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

**CERTIFICATE OF FORMATION**

**OF**

**SOUTHERN PACIFIC DEVELOPERS LLC**

**ARTICLE 1. NAME**

The name of the Limited Liability Company is SOUTHERN PACIFIC DEVELOPERS LLC ("the Company").

**ARTICLE 2. DURATION**

The Company shall exist perpetually unless sooner terminated as provided in the Operating Agreement. Existence shall commence upon the filing of this Certificate with Secretary of State of the State of Delaware.

**ARTICLE 3. AGENT AND ADDRESS**

The name of the registered agent is ICC Management Services, Ltd. The location of the registered agent is at 3411 Silverside Road # 104, Wilmington, DE 19810, New Castle County.

**ARTICLE 4. PURPOSE**

This Company is organized for the purpose of transacting any and all lawful business transactions authorized to Limited Liability Companies organized in Delaware.

**ARTICLE 5. ADMISSION OF ADDITIONAL MEMBERS**

Additional members may be admitted only with the unanimous written consent of the existing members of the Company.

**ARTICLE 6. TRANSFER OF INTERESTS**

No member may transfer or assign any portion of its interest in the Limited Liability Company except upon unanimous consent of all the existing members.

**ARTICLE 7. MEMBERS & MANAGEMENT**

The Company may appoint managers or directors, who may also be members, to manage the affairs of the Company.



Dr. Oswaldo Mejía Espinosa

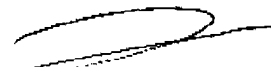
## ARTICLE 8. CAPITALIZATION

The initial capitalization of the Company shall be one thousand US dollars (\$1,000) contributed in equal proportion by the members.

## ARTICLE 9. INDEMNIFICATION

To the fullest extent permitted by law, all members, directors, or other persons authorized to act on behalf of the Company shall be indemnified and held harmless from and against any and all claims and demands whatsoever, pursuant to Title 6 of the Delaware Code, Section 18-108.

IN WITNESS WHEREOF, the undersigned corporation for the members has executed this Certificate of Formation this 15<sup>th</sup> day of October, 2009.

  
International Corporate Consultants, Inc.  
By: David Luntz, CEO



Dr. Oswaldo Mejía Espinosa

RAZON: De conformidad con el numeral cinco del Artículo dieciocho de la Ley Notarial doy fe que las COPIAS FOTOSTATICAS que anteceden, SELLADAS Y FIRMADAS por mí, es reproducción exacta del ORIGINAL que he tenido a la vista.

Quito.

20 OCT. 2011

DR. OSWALDO MEJIA ESPINOSA  
NOTARIO CUADRAGESIMO DEL CANTON QUITO

ORGANIZED UNDER THE LAWS OF  
THE STATE OF DELAWARE

On October 15, 2009 BEARING STATE OF DELAWARE FILE NUMBER 4742608

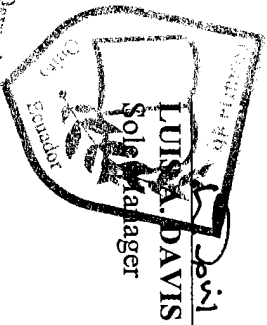
No. 1

**SOUTHERN PACIFIC DEVELOPERS LLC**

UNIT 100 %

THIS CERTIFIES THAT \*\*\*\*\* RAVE SERVICES S.A. \*\*\*\*\* is a member of the above named Limited Liability Company holding the percentage of unit interests in the Company as reflected in the upper right hand corner of this certificate and is therefore and otherwise entitled to the full benefits and privileges of such membership, subject to the duties and obligations, as more fully set forth in the Limited Liability Company Agreement.

IN WITNESS WHEREOF, the Limited Liability Company has caused this Certificate to be executed by its duly authorized members this 15<sup>th</sup> day of October, 2009.



Dr. Oswaldo Mejia Espinosa

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Quito,

20 OCT. 2011

DR. OSWALDO MEJIA ESPINOSA  
NOTARIO CITRABRAZASIMO DEL CANTON QUITO