



Runa LLC

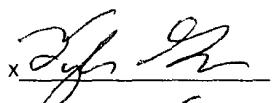
Written Notice of Managers

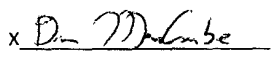
April 6, 2011

The undersigned being all of the formally registered managers of Runa LLC (the "Managers") do hereby certify that the following list of individuals possess a Power of Attorney to represent legally and act officially on behalf of Runa LLC. We certify that no other individuals or parties then the ones listed below possess any Powers of Attorney.

Complete Name	Nationality	Identification Number	Country which Power Attorney Applies for the of	Home Address
Francisco Xavier Mantilla Brito	Ecuadorian	1712285244	Ecuador	Av. Real Audiencia y Francisco Dalmau. Edif. Torre Lomas. Dpto 5-6 Quito, Ecuador

With our signatures below we certify the following to be true and lawful:

x 
Name: Tyler Grage

x 
Name: Daniel J. MacLambie



Runa LLC

Notificación Escrita de Gerentes

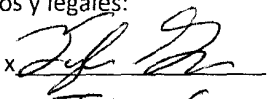
6 de Abril, 2011

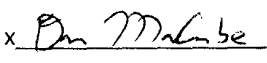


Los firmantes, todos los Gerentes formalmente registradas de la empresa estadounidense Runa LLC (los "Gerentes"), por la presente certifican que la siguiente lista de las personas poseen un poder general y notarial para representar legalmente y actuar oficialmente en nombre de Runa LLC. Certificamos que no hay otras personas o partes aparte de las que se enumeran abajo que tengan ningún poder.

Nombre Completo	Nacionalidad	Número de Cedula	País en el cual se la extiende	Dirección de Domicilio Personal
Francisco Xavier Mantilla Brito	Ecuatoriano	1712285244	Ecuador	Av. Real Audiencia y Francisco Dalmau. Edif. Torre Lomas. Dpto 5-6 Quito, Ecuador

Con nuestras firmas en la que certifica que los siguientes son verdaderos y legales:

x 
Nombre: Tyler Gage

x 
Nombre: Daniel J. MacLambie

NOTARIA TERCERA DEL CANTON QUITO: De
acuerdo con el numeral cinco de la ley de
de la ley Notarial (COTN) y la ley que an-
tecedente que consta en el libro de actas
consta del documento de la
Quito a, _____ 20 FEB 2013


Notario Público del Cantón Quito

Apostille

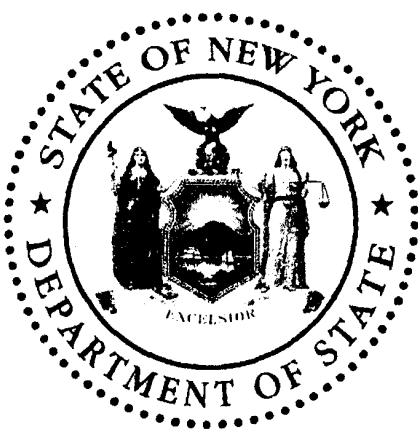
(Convention de La Haye du 5 Octobre 1961)



1. Country: United States of America
This public document
2. has been signed by **Nancy T. Sunshine**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the county of **Kings**

Certified

5. At Albany, New York
6. the 12th day of April 2011
7. by Special Deputy Secretary of State, State of New York
8. No. A-101453C
9. Seal/Stamp
10. Signature



Sandra J. Tallman

Sandra J. Tallman
Special Deputy Secretary of State



6 de Abril, 2011

Francisco Xavier Mantilla Brito

Inglaterra E3-121 y Av. República

Edificio Royalty Studios, Oficina 401

Quito, Pichincha, Ecuador

Asunto: Autoridad como Agente para Runa LLC ("Runa LLC")

Estimado Señor Mantilla:

El propósito de esta carta es autorizarle a actuar como el agente para Runa LLC en Ecuador. Usted acepta que Runa LLC puede terminar su servicio como un agente autorizado en cualquier momento bajo previa notificación (la cual puede ser a través de un correo electrónico o vía telefónica).

Runa LLC, por resolución de sus Gerentes, le ha otorgado a usted capacidad para:

1. Abrir cuentas bancarias en nombre de Runa LLC.
2. Contratar y despedir empleados en nombre de Runa LLC.
3. Aplicar para préstamos en Ecuador en nombre de Runa LLC.
4. Tomar prestado dinero con un monto máximo de hasta US\$ 500.000,00 individualmente y US\$ 500.000,00 en total en nombre de Runa LLC.
5. Negociar contratos y otros acuerdos en nombre de Runa LLC, los cuales deben ser presentados al Consejo Administrativo de Runa LLC para revisión y ejecución; y,
6. Involucrarse en relaciones con agencias gubernamentales, Organizaciones No Gubernamentales, negocios y otras entidades en Ecuador en nombre de Runa LLC.

Excepto por los poderes anteriormente mencionados, usted no tiene autoridad para tomar acción alguna o negociar cualquier negocio en nombre de Runa LLC sin el consentimiento escrito previo de los Gerentes de Runa LLC. Usted acuerda reportarse regularmente a los Gerentes de Runa LLC sobre todas las actividades emprendidas por usted en nombre de Runa LLC, incluyendo el proporcionar un reporte escrito dos veces por semana y no menos frecuentemente, así como participar en llamadas de conferencia telefónica y reuniones personales (con sus gastos de viaje y hospedaje en los que incurra documentados y aprobados previamente como resultado de cualquier reunión personal pagada por Runa LLC) cuando sean requeridas por los Gerentes de Runa LLC cada cierto tiempo. Además usted se compromete a defender (como opción de la Runa LLC), eximir de cualquier responsabilidad y mantener a Runa LLC sin daño de y contra cualquier daño, pérdidas, reclamos, litigación, multas, penalidades, costos, gastos y otras responsabilidades que puedan surgir como resultado de sus actos y omisiones.

Apostille

(Convention de La Haye du 5 Octobre 1961)



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Certified

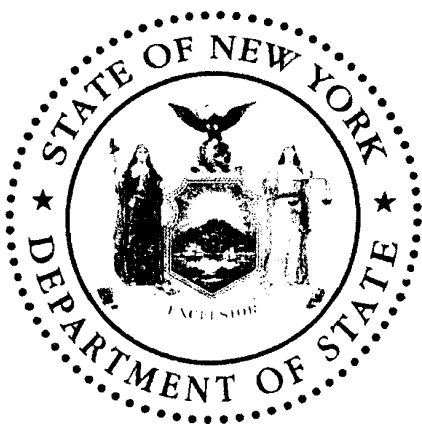
5. At Albany, New York 6. the 12th day of April 2011

7. by Special Deputy Secretary of State, State of New York

8. No. A-101454C

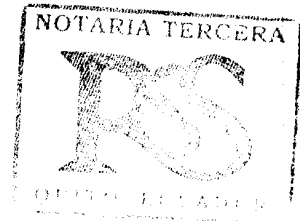
9. Seal/Stamp

10. Signature



Sandra J. Tallman

Sandra J. Tallman
Special Deputy Secretary of State



April 6th, 2011

Francisco Xavier Mantilla Brito

Inglaterra E3-121 y Av. República

Edificio Royalty Studios, Oficina 401

Quito, Pichincha, Ecuador

Re: Authority as Agent for Runa LLC ("Runa LLC")

Dear Mr. Mantilla,

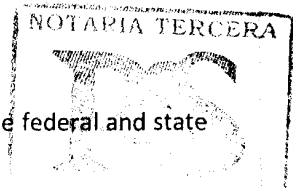
The purpose of this letter is to authorize you to act as the agent for Runa LLC in Ecuador. You agree that Runa LLC may terminate your service as an authorized agent at any time upon notice to you (which may be by e-mail or by telephone).

Runa LLC, by resolution of its Managers, has granted you the power to:

1. Open bank accounts on behalf of Runa LLC;
2. Hire and fire employees on behalf of Runa LLC;
3. Apply for grants in Ecuador on behalf of Runa LLC;
4. Borrow money up to US\$ 500,000 individually and US\$500,000 in the aggregate on behalf of Runa LLC;
5. Negotiate contracts and other agreements on behalf of Runa LLC, which contracts shall be submitted to Runa LLC's Managers for review and execution; and,
6. Engage in relations with government agencies, NGO's, businesses, and other entities in Ecuador on behalf of Runa LLC.

Except for the foregoing powers, you shall have no authority to take any actions or transact any business on behalf of Runa LLC without the prior written consent of Runa LLC's business on behalf of Runa LLC without the prior written consent of Runa LLC's Managers. You agree to regularly report to Runa LLC's Managers all activities undertaken by you on behalf of Runa LLC, including providing a written report no less frequently than bi-weekly and participating in telephonic conference calls and in-person meetings (with your documented pre-approved travel and lodging expenses incurred as a result of any such in-person meetings paid for by Runa LLC) as may be requested by Runa LLC's Managers from time to time. You further agree to defend (at Runa LLC's options), indemnify and hold Runa LLC harmless from and against any damages, losses, claims, litigation, fines, penalties, costs, expenses and other liabilities arising out of your acts and omissions.

This letter agreement together with the Non-Disclosure Agreement between you and Runa LLC dated April 5th, 2011 constitutes the entire agreement between us with respect to the subject matter hereof and supersedes all prior and contemporaneous agreements, understandings and arrangements between us. This letter agreement shall be governed by the laws of the



State of Rhode Island, USA and you agree to submit to the jurisdiction of the federal and state courts located in Providence, Rhode Island.

Please indicate your agreement to the foregoing by signing a copy of this letter in the space provided below and returning an originally executed copy to my attention.

Sincerely,

RUNA LLC USA

By: [Signature] State of New York On the 6th day of April in the year 2010 before me, the undersigned, a notary public, personally appeared
Name: Tyler Roger Gage [Signature] personally known to me or proved to me on the basis of satisfactory evidence to be the individual described in, and who executed, the foregoing instrument, and
Title: President acknowledged to me that he/she executed the same.

[Signature]
Israel Engelman
No. 01EN6144477
Qualified in Kings County
Notary Public, State of New York
Commission Expires April 24 2014

AGREED AND ACKNOWLEDGED:

x [Signature]

Printed Name: Francisco Xavier Mantilla Brito

Date: 6 de Abril, 2010

State of New York } ss:
County of Kings }

95530

Form 1

I, NANCY T. SUNSHINE, Clerk of the County of Kings, and also Clerk of the Supreme Court for the said County, the same being a Court of Record, having a seal, DO HEREBY CERTIFY, That

whose name is subscribed to the deposition, certificate of acknowledgment or proof of the annexed instrument, was at the time taking the same a NOTARY PUBLIC in and for the State of New York; that pursuant to law a commission, or a certificate of his appointment and qualifications, and his autograph signature, have been filed in my office; that as such Notary Public he was duly authorized by the laws of the State of New York to administer oaths and affirmations, to receive and certify the acknowledgment or proof of deeds, mortgages, powers of attorney and other written instruments for lands, tenements and hereditaments to be read in evidence or recorded in this State; to protest notes and to take and certify affidavits and depositions; and that I am well acquainted with the handwriting of such Notary Public, or have compared the signature on the annexed instrument with his autograph signature deposited in my office, and believe that the signature is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said Court and County this

[Signature]
Nancy T. Sunshine
Clerk

2010

2011

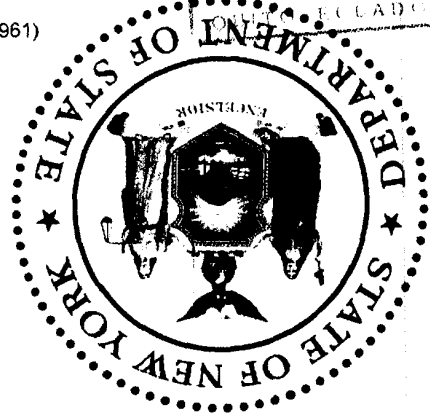
APR 8

20 FEB 2013

~~DEPTO. INTERVO SALGADO S.~~
Notaria Tercera del Cantón Cuenca

Apostille

(Convention de La Haye du 5 Octobre 1961)



1. Country: United States of America
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2. has been signed by **Nancy T. Sunshine**
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4. bears the seal/stamp of the county of **Kings**

Certified

5. At Albany, New York
6. the 12th day of April 2011
7. by Special Deputy Secretary of State, State of New York
8. No. A-101449C
9. Seal/Stamp
10. Signature

Sandra J. Tallman

Sandra J. Tallman
Special Deputy Secretary of State



Runa LLC

Written Notice of Managers

April 6, 2011



The undersigned being all of the formally registered managers of Runa LLC (the "Managers") do hereby certify that the following represents the complete and updated information for Runa LLC's formal registration and operations as a company. This letter is intended to accompany the Certificate of Good Standing from the State of Rhode Island and will be used to register Runa LLC in the country of Ecuador

- Business Name: Runa LLC
- Nationality: United States
- Place and authority under which Runa LLC is officially registered: The State of Rhode Island, 148 W River St, Providence, RI, United States - (401) 222-3040
- EIN #: 26-3776111
- Mailing address: 128 Main Street, Suite 1, Westerly, RI 02891
- Email: Info@runa.org
- Fax: 1-401 426 8544
- Telephone: 1-401 466-4202

With our signatures below we certify the following to be true and lawful:

State of New York County of Kings
 On the 6th day of April in the year 2011 before
 me, the undersigned, a notary public, personally appeared
Tyler Gage personally known to me or proved
 to me on the basis of satisfactory evidence to be the individual
 described in, and who executed, the foregoing instrument, and
 acknowledged to me that he/she executed the same.
Israel Engelman
 Notary Public, State of New York
 No. 01EN6144477 Commission Expires April 24 2014

x Tyler Gage
 Name: Tyler Gage
 x Daniel J. MacCorbie
 Name: Daniel J. MacCorbie

State of New York } ss:
 County of Kings }

95526

Form 1

I, NANCY T. SUNSHINE, Clerk of the County of Kings, and also Clerk of the Supreme Court for the said County, the same being a Court of Record, having a seal, DO HEREBY CERTIFY, That

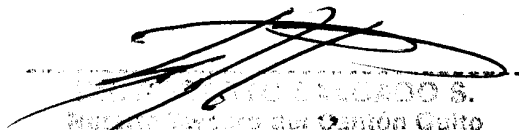
whose name is subscribed to the deposition, certificate of acknowledgment or proof of the annexed instrument, was at the time taking the same a NOTARY PUBLIC in and for the State of New York, duly commissioned and sworn and qualified to act as such throughout the State of New York; that pursuant to law a commission, or a certificate of his appointment and qualifications, and his autograph signature, have been filed in my office; that as such Notary Public he was duly authorized by the laws of the State of New York to administer oaths and affirmations, to receive and certify the acknowledgment or proof of deeds, mortgages, powers of attorney and other written instruments for lands, tenements and hereditaments to be read in evidence or recorded in this State; to protest notes and to take and certify affidavits and depositions; and that I am well acquainted with the handwriting of such Notary Public, or have compared the signature on the annexed instrument with his autograph signature deposited in my office, and believe that the signature is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said Court and County this

Nancy T. Sunshine
 Clerk

DP 8 2011

SECRETARÍA DE ECONOMÍA
ESTADO DE GUATEMALA
DIRECCIÓN GENERAL DE ASESORIA FISCAL
DIRECCIÓN DE ASesoría FISCAL
20 FEB 2013


DIRECTOR GENERAL DE ASESORIA FISCAL
ESTADO DE GUATEMALA
DIRECCIÓN GENERAL DE ASESORIA FISCAL
DIRECCIÓN DE ASesoría FISCAL



El que suscribe ordena que este consentimiento surtirá efecto inmediato a partir de la fecha arriba señalada y se presentará en el libro de actas de "Runa LLC" con el acta de la reunión los Gerentes.

State of New York
On the 6th day of April in the year 2011 before
me, the undersigned, a notary public, personally appeared
Tyler Grage personally known to me or proved
to me on the basis of satisfactory evidence to be the individual
described in, and who executed the foregoing instrument, and
acknowledged to me that he/she executed the same.

Israel Engelman
No. 01EN6144477

Qualified in Kings County
Notary Public, State of New York
Commission Expires April 24 2014

x Tyler Grage

Name: Tyler Grage

x Daniel J. MacLambie

Name: Daniel J. MacLambie

State of New York } ss:
County of Kings }

95528

Form 1

I, NANCY T. SUNSHINE, Clerk of the County of Kings, and also Clerk of the Supreme Court for the said County, the same being a Court of Record, having a seal, DO HEREBY CERTIFY, That

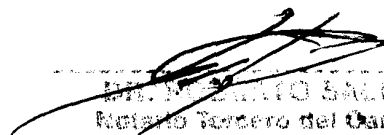
Israel Engelman
whose name is subscribed to the deposition, certificate of acknowledgment or proof of the annexed instrument, was at the time taking the same a NOTARY PUBLIC in and for the State of New York, duly commissioned and sworn and qualified to act as such throughout the State of New York; that pursuant to law a commission, or a certificate of his appointment and qualifications, and his autograph signature, have been filed in my office; that as such Notary Public he was duly authorized by the laws of the State of New York to administer oaths and affirmations, to receive and certify the acknowledgment or proof of deeds, mortgages, powers of attorney and other written instruments for lands, tenements and hereditaments to be read in evidence or recorded in this State; to protest notes and to take and certify affidavits and depositions; and that I am well acquainted with the handwriting of such Notary Public, or have compared the signature on the annexed instrument with his autograph signature deposited in my office, and believe that the signature is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said Court and County this

Nancy T. Sunshine
Clerk

APR 8 2011

NOTARIA TERCERA DEL CANTÓN QUITO: De
orden de la Notaría Tercera del Cantón Quito
se ha expedido el presente documento en
virtud de lo acordado en la sesión de
fecha 20 de febrero de 2013.
Quito, 20 de febrero de 2013.


MR. MAURICIO SALGADO S.
Notario Tercero del Cantón Quito

Apostille

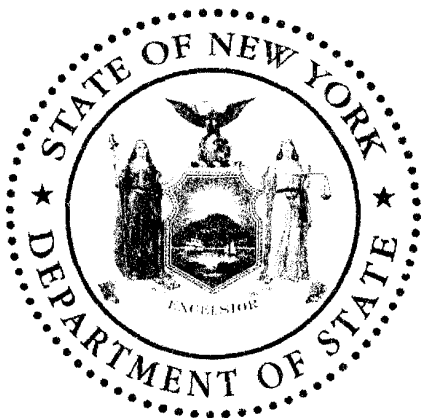
(Convention de La Haye du 5 Octobre 1961)



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2. has been signed by **Nancy T. Sunshine**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the county of **Kings**

Certified

5. At Albany, New York
6. the 12th day of April 2011
7. by Special Deputy Secretary of State, State of New York
8. No. A-101452C
9. Seal/Stamp
10. Signature

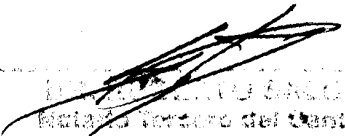


Sandra J. Tallman

Sandra J. Tallman
Special Deputy Secretary of State

up

20 FEB 2013


MARTHA TORTERO DEL CANTÓN QUITO



RUNATARPUNA EXPORTADORA S.A.

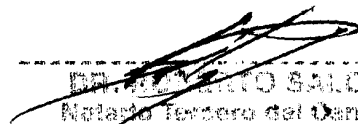
FIRMAS AUTORIZADAS

El Gerente General, el Ing. Francisco Mantilla, es el representante legal, judicial y extrajudicial de la compañía, cuya firma consta a continuación:

Francisco Xavier Mantilla Brito

ID no. 1712285244

NOTARIA TERCERA DEL CANTON QUITO: De
acuerdo con el numeral cinco del artículo diecinueve
de la ley nacional "CEPREDIC" que dispone que an-
tecede a la inscripción de la escritura, es la inscripción
exacta de la escritura en el Registro de la Propiedad.
Quito a 20 FEB 2013



DR. ROBERTO SALGADO S.
Notario Tercero del Cantón Quito



Runa LLC



Acuerdo Escrito de Gerentes

6 de Abril, 2011

Los firmantes, todos los Gerentes formalmente registradas de la empresa estadounidense Runa LLC (los "Gerentes"), por este medio toman las siguientes medidas con el consentimiento por escrito:

Nombramiento de Francisco Xavier Mantilla Brito como representante legal en el Ecuador

RESUELVE: Que Francisco Xavier Mantilla Brito se nombra como representante legal de "Runa LLC" en el Ecuador, con los cambios que los Gerentes de "Runa LLC" podrá a su discreción estime conveniente y en el interés superior del "Runa LLC".

General

RESUELVE: Que los Gerentes de "Runa LLC" por la presente son, y cada uno de ellos es por esta autorizado para ejecutar y entregar todos los instrumentos, hacer que todos esos pagos, que todos los documentos pertinentes, de conformidad con las leyes de valores estatales o de otra manera, y todos los tales actos y providencias a que en su opinión, o en la opinión de cualquiera de ellos, puede ser necesario o apropiado para llevar a cabo la intención y los propósitos de los anteriores acuerdos, y que todos los actos y las cosas hasta ahora realizada por dichos funcionarios o un controlador de las empresas, y ser uno o más de ellos por sí solos, en relación con y la promoción o los propósitos y la intención de los anteriores acuerdos, y que por este medio son, ratificado, confirmado y aprobado como el acto y obra de la empresa.

[El resto de Página en blanco]



20 FEB 2013

[Signature]
Natale Terzani del Mar