

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:52 PM 09/06/2011
FILED 09:52 PM 09/06/2011
SRV 110982529 - 5034223 FILE

**CERTIFICATE OF INCORPORATION
OF
GRUPO ACOSTA ECUADOR LIMITED**

I, THE UNDERSIGNED, for the purposes of incorporating and organizing a corporation under the General Corporation Law of the State of Delaware, do execute this Certificate of Incorporation and do hereby certify as follows:

FIRST: The name of the corporation is Grupo Acosta Ecuador Limited.

SECOND: Its registered office is to be located at Suite 105, 501 Silverside Road, Wilmington, DE 19809, County of New Castle. The name of the registered agent at such address is VALIS Group Inc.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Laws.

FOURTH: The amount of total authorized capital stock of the corporation is one thousand five hundred (1500). All such shares are to be without par value and are to be of one class


FIFTH: The incorporator of the corporation is Tracey Gendron, whose mailing address is Suite 105, 501 Silverside Road, Wilmington, DE 19809.

SIXTH: A director of the corporation shall not be liable to the corporation or its shareholders for monetary damages from breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence shall; not adversely affect any right or protection of a director of the corporation hereunder in respect of any act of omission occurring prior to the time of such amendment, modification or repeal.

SEVENTH: The powers of the incorporator are to terminate upon filing of this Certificate. The name and mailing address of the person(s) who will serve as the initial director(s) until the first annual meeting of the stockholders of the corporation, or until a successor(s) is elected and qualified are

Jang Fabricio Acosta
9 de Mayo entre 25 de Junio y Sucre Orocenro 2 Segundo Piso
Machala, El Oro
Ecuador

The undersigned incorporator hereby acknowledges that the foregoing Certificate of Incorporation is their act and deed on this sixth day of September, 2011.



Tracey Gendron
INCORPORATOR

Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: *United States of America*
2. *This public document:*
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 *sixth day of September, A.D. 2011*
7. by *Secretary of State, Delaware Department of State*
8. No. *0450082*
9. Seal/Stamp:



10. Signature:

Jeffrey W. Bullock
Secretary of State

Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America

This public document:

2. has been signed by Pamela Marie Biordi

3. acting in the capacity of Notary Public of the State of Delaware

4. bears the seal/stamp of Pamela Marie Biordi, Notary Public, Delaware

Certified

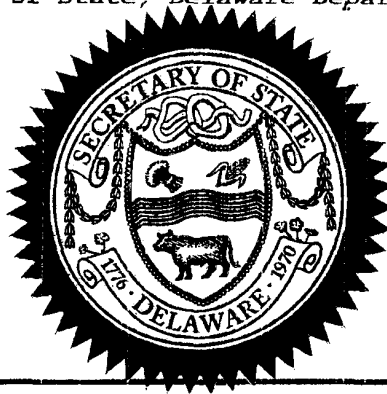
5. at Dover, Delaware

6. the fourteenth day of September, A.D. 2011

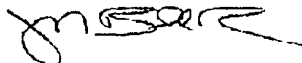
7. by Secretary of State, Delaware Department of State

8. No. 0450683

9. Seal/Stamp:



10. Signature:


Secretary of State

Delaware

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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 INCORPORATION OF "GRUPO ACOSTA ECUADOR LIMITED", FILED IN THIS OFFICE ON THE SIXTH DAY OF SEPTEMBER, A.D. 2011, AT 9:52 O'CLOCK P.M.

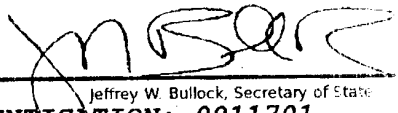
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



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110982529

you verify this certificate online
<http://delaware.gov/authver.shtml>


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9011701

DATE: 09-06-11