

SEÑOR INTENDENTE DE COMPAÑÍAS DE GUAYAQUIL:

GUILLERMO ANTONIO SALCEDO CUEVA, a nombre y en representación de la compañía **CARACOLÍ S.A. (EXPEDIENTE # 40242)**, portadora del RUC # 0990601577001, ante usted comparezco y solicito:

1.- ANTECEDENTES.

1.1.- ALBANY COMPANY INC., es una sociedad constituida al amparo de las Leyes de Belice, el día 22 de octubre de 2003.

La referida sociedad, en la actualidad, es propietaria de 1 acción ordinaria y nominativa de USD \$ 0.04, dentro del capital social de la compañía ecuatoriana denominada CARACOLÍ S.A.

1.2.- El día 08 de septiembre de 2015, se suscribió tanto la Declaración de Disolución y Liquidación de la sociedad ALBANY COMPANY INC., así como la Reunión de Asamblea General de Accionistas, en donde se adjudicó la acción que ésta mantiene dentro del capital social de la compañía ecuatoriana denominada CARACOLÍ S.A.

En virtud de la adjudicación de la acción referida en párrafos precedentes, la asignación de la acción quedó establecida de la siguiente manera:

1.2.1.- 1 acción ordinaria y nominativa de USD \$ 0.04, a favor de la sociedad uruguaya denominada ALKADER SOCIEDAD ANÓNIMA.

2.- SOLICITUD.

Con los antecedentes expuestos, solicito de manera especial se sirva en aprobar la actualización de la base de datos de sus dependencias, en el sentido de establecer la nueva composición accionaria de la compañía CARACOLÍ S.A., en virtud de la liquidación de la sociedad ALBANY COMPANY INC. y la posterior adjudicación de su acción a la siguiente persona:

2.1.- 1 acción ordinaria y nominativa de USD \$ 0.04, a favor de la sociedad uruguaya denominada ALKADER SOCIEDAD ANÓNIMA.

Al ser una adjudicación de acción, el valor total del acto jurídico es de USD \$ 0.00

Agradeciendo de antemano por la atención brindada a la presente.

Atentamente,



GUILLERMO ANTONIO SALCEDO CUEVA
C.C. # 090508966-0



APOSTILLE

(Convention De La Haye Du 5 octobre 1961)

Country: Belize

1. Public Document: REGISTERED AGENT'S CERTIFICATE -
ALBANY AGENCY INC.
2. Has been signed by: RISHI ALAIN MUNGAL
3. Acting as: NOTARY PUBLIC
4. Bearing the Seal of: NOTARY PUBLIC

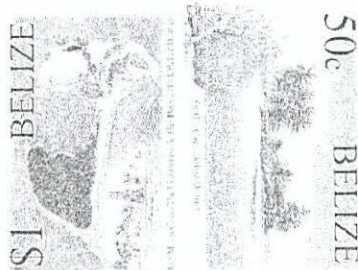
CERTIFIED

5. At Belize City
6. On the November 20th 2015
7. By Edmund O. Pennil
8. Under No. 20797/2015
9. Seal
10. Signature




Deputy Registrar General

"CERTIFICATION: I, **Rishi Alain Mungal, Notary Public** of Belize, HEREBY CERTIFY that the signature appearing on the attached Registered Agent's Certificate (in the Spanish language) for the company **ALBANY AGENCY INC.** is the authentic signature of **Esther N. Aguet**, an authorized signatory of Morgan & Morgan Trust Corporation Belize Limited."





Rishi Alain Mungal
Notary Public
My Commission is for Life

Date: November 20th 2015



CERTIFICADO DEL AGENTE REGISTRADO

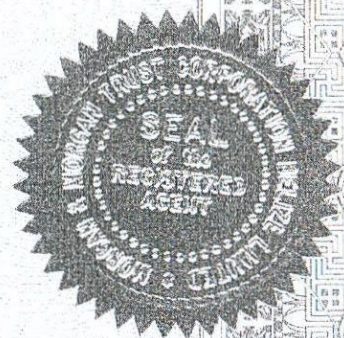
Nosotros, **MORGAN & MORGAN TRUST CORPORATION BELIZE LIMITED**, una sociedad de Belice, debidamente incorporada bajo el capítulo 206 de la Ley de Belice, registrada desde el 7 de abril de 1992 e inscrita en Panamá bajo la ficha SE1378, Documento 1210033 desde el 20 de Septiembre, 2007 como último Agente Registrado y Oficina Registrada de la Compañía **ALBANY AGENCY INC.**, por este medio certificamos que los siguientes documentos adjuntos son una fotocopia verdadera, completa y válida de los documentos originales:

- Certificado de Disolución, fechado el 10 de octubre de 2015;
- Declaración para liquidar y disolver la Compañía, fechada el 8 de septiembre de 2015; and
- Reunión de Asamblea General de Accionistas, fechada el 8 de septiembre de 2015.

Fechado este **18 de noviembre de 2015.**



**MORGAN & MORGAN TRUST
CORPORATION BELIZE LIMITED**
AGENTE REGISTRADO
ESTHER N. AGUET
Firma Autorizada



THE INTERNATIONAL BUSINESS COMPANIES ACT,
Chapter 270 of the Laws of Belize, Revised Edition 2000

Certificate of Dissolution

*The undersigned, Registrar of International Business Companies, HEREBY
CERTIFIES, pursuant to Sections 102 (6) (b) of The International Business Companies Act, that*

ALBANY AGENCY INC.

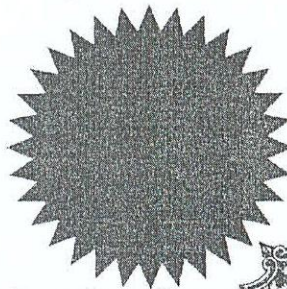
(A company incorporated under said Act) is dissolved with effect from the

10th day of October, 2015 and that it has complied with all the

requirements of said Act in respect of dissolution.

GIVEN under my hand and seal in Belize City, Belize

this 10th day of October, two thousand fifteen



Sanjiv Dhillon
DEPUTY REGISTRAR OF INTERNATIONAL
BUSINESS COMPANIES

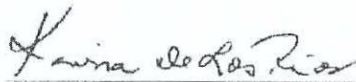
DECLARATION TO LIQUIDATE AND DISSOLVE

ALBANY AGENCY INC.
("the Company")

For the purposes of liquidating and dissolving **ALBANY AGENCY INC.** ("the Company") a Belizean Company, duly registered in accordance with the I.B.C. Ordinance of 1990 and Registered with number **31,779** since **October 22, 2003**, I, in my capacity of Sole Shareholder of the aforementioned company, hereby declare:

1. That at present, the Company has no assets to be distributed to its shareholders or/and no pending legal action (s) has been taken against the Company in any Court of Belize or outside its territory.
2. That the Company appoint **BELIZEAN LIQUIDATORS SERVICES INC.** a Bahamas Company Registered with Number 63,002 B since August 6, 1997, to be the liquidator of the Company and submit the Plan of Dissolution to the Registry of the Belize.
3. That in consideration that **BELIZEAN LIQUIDATORS SERVICES INC.** shall act only in accordance with the instructions given by the undersigned, we agree to hold harmless and indemnify **BELIZEAN LIQUIDATORS SERVICES INC.**, from any responsibility or liability of any kind arising from claims against the Company or in respect to any outstanding distributions of assets or payment of debts of the Company, including court costs and expenses to defend any legal action started by third parties by reason of any act or omission performed in respect to this liquidation.

Date: **September 8, 2015.**



KARINA DE LOS RIOS
Proxyholder

MEETING OF A GENERAL ASSEMBLY OF SHAREHOLDERS OF THE CORPORATION

ALBANY AGENCY INC. HELD ON September 8, 2015

The meeting was opened and Mrs. Karina De Los Rios was designated as Chairman of the meeting, by unanimous decision of the shareholders.

The Chairman declares that the purpose of the meeting was to dissolve the company. In turn, he declares that:

FIRST: the assets shall be distributed in full to the majority shareholder of the company, namely ALKADER S.A. The assets owned by the company are:

- 1) Two (2) common and nominative shares of FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40) each in the company SALCEDO INTERNATIONAL INTERSAL S.A., an Ecuadorian company whose main activity is the purchase, sale, lease, management of Real property, brokerage, barter and agency thereof.
- 2) One (1) nominative share of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company ECUADOR INTERNATIONAL S.A. (ESALCU), an Ecuadorian company whose main activity is construction of buildings.
- 3) One (1) nominative share of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company COMERCIO GENERAL S.A. (COSALK), an Ecuadorian company whose main activity is agricultural construction.
- 4) One (1) common and nominative share of TEN DOLLARS OF THE UNITED STATES OF AMERICA (US\$10.00) in the company GENERAL DE COMERCIO S.A. (GENECOMSA), an Ecuadorian company whose main activity is the import, marketing of construction machinery.
- 5) One (1) common and nominative share of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company CARACOLI S.A., an Ecuadorian company whose main activity is residential construction.
- 6) Two and one half (2.5) common and nominative shares of FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40) in the company COSTILLAS S.A., an Ecuadorian company whose main activity is construction as well as export, import and marketing of machinery and spares for agriculture, industry and construction.

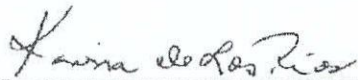
The General Assembly of Shareholders resolves, by unanimous vote:

- 1) To approve the dissolution of ALBANY AGENCY INC. and to liquidate its assets.
- 2) To approve the distribution of the company assets in favor of ALKADER S.A.
- 3) To authorize Mrs. Karina De Los Rios to carry out all transactions required and proper as well as to sign on behalf of ALBANY AGENCY INC. any document necessary and pertaining to the dissolution and liquidation of company assets.

SECOND: Authorizing the Plan of Dissolution;

THIRD: Authorizing Morgan & Morgan Trust Corporation Belize Limited to perform any duties necessary to enable the dissolution of the Company in Belize, including appointing the liquidator.

There being nothing further to discuss, the Chairman declared a recess for drafting of this minute. Reinstated the session, this minute was read aloud to those present who approved it in all its parts and in testimony and acceptance thereof sign at the foot of the document, the meeting coming to an end at eleven hours on the same day.



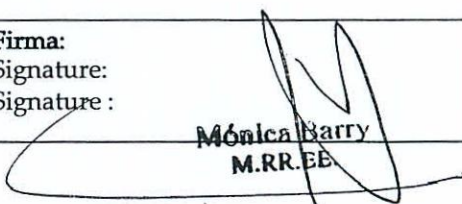
KARINA DE LOS RIOS
Proxyholder



APOSTILLE

(Convention de La Haye du 5 octobre 1961)



1. País Country / Pays :	República Oriental del Uruguay		
El presente documento público This public document / Le présent acte public			
2. ha sido firmado por has been signed by a été signé par	CRISTINA FRAGA CHAO		
3. quien actúa en calidad de acting in the capacity of agissant en qualité de	ASESOR III ESCRIBANO		
4. y está revestido del sello / timbre de bears the seal / stamp of est revêtu du sceau / timbre de	SCJ		
Certificado Certified / Attesté			
5. en at / à	Montevideo	6. el día the / le	3 de Junio de 2015
7. por by / par	Centro de Atención Ciudadana Ministerio de Relaciones Exteriores		
8. bajo el número Nº sous nº	00015039355025N		
9. Sello / timbre: Seal / stamp: Sceau / timbre :		10. Firma: Signature: Signature :	 Mónica Barry M.RR.EE

Documento Apostillado: CERTIFICACION NOTARIAL

Esta Apostilla certifica únicamente la autenticidad de la firma, la calidad en que el signatario del documento haya actuado y, en su caso, la identidad del sello o timbre del que el documento público esté revestido.

Esta Apostilla no certifica el contenido del documento para el cual se expidió.

Esta Apostilla se puede verificar en la dirección siguiente: <http://www.mrree.gub.uy>.

This Apostille only certifies the authenticity of the signature and the capacity of the person who has signed the public document, and, where appropriate, the identity of the seal or stamp which the public document bears.

This Apostille does not certify the content of the document for which it was issued.

To verify the issuance of this Apostille, see <http://www.mrree.gub.uy>.

Cette Apostille atteste uniquement la véracité de la signature, la qualité en laquelle le signataire de l'acte a agi et, le cas échéant, l'identité du sceau ou timbre dont cet acte public est revêtu.

Cette Apostille ne certifie pas le contenu de l'acte pour lequel elle a été émise.

Cette Apostille peut être vérifiée à l'adresse suivante: <http://www.mrree.gub.uy>.



CONSTANCIA**INSCRIPCIÓN EN EL REGISTRO ÚNICO TRIBUTARIO**

Empresas y otras entidades unipersonales o pluripersonales

6351

Versión 00

DGI
DIRECCIÓN
GENERAL
IMPOSITIVA

Denominación ALKADER S.A.	N° de RUT 217528350010
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N° de local 2	Tipo de local PRINCIPAL	Fecha de Inicio 09/03/2015
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Residente Si	Establecimiento permanente	Unidad Administrativa de Gestión MONTEVIDEO	Grupo NOCED
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Domicilio FISCAL

Departamento MONTEVIDEO	Localidad MONTEVIDEO			
Calle SORIANO	Nro. Puerta 1124	Bis	Nro. Ap.	Código Postal 11100

Domicilio CONSTITUIDO

Departamento MONTEVIDEO	Localidad MONTEVIDEO			
Calle SORIANO	Nro. Puerta 1124	Bis	Nro. Ap.	Código Postal 11100

Actos y Fechas de Vigencia

Acto INSCRIPCION	Fecha de vigencia 10/11/2014	Procedencia PRESENCIAL	Fecha de Presentación 27/11/2014
Acto MODIFICACION	Fecha de vigencia 09/03/2015	Procedencia PRESENCIAL	Fecha de Presentación 12/03/2015

Períodos de Actividad

Fecha de inicio/reinicio de actividades 10/11/14	Fecha de cancelación de actividades / /
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SEÑOR INTENDENTE DE COMPAÑÍAS DE GUAYAQUIL:

GUILLERMO ANTONIO SALCEDO CUEVA, a nombre y en representación de la compañía **CARACOLÍ S.A. (EXPEDIENTE # 40242)**, portadora del RUC # 0990601577001, ante usted comparezco y solicito:

1.- ANTECEDENTES.

1.1.- COLEMAN ASSOCIATED INC., es una sociedad constituida al amparo de las Leyes de Belice, el día 22 de octubre de 2003.

La referida sociedad, en la actualidad, es propietaria de 30.999 acciones ordinarias y nominativas de USD \$ 0.04, cada una, dentro del capital social de la compañía ecuatoriana denominada CARACOLÍ S.A.

1.2.- El día 08 de septiembre de 2015, se suscribió tanto la Declaración de Disolución y Liquidación de la sociedad COLEMAN ASSOCIATED INC., así como la Reunión de Asamblea General de Accionistas, en donde se adjudicaron las acciones que ésta mantiene dentro del capital social de la compañía ecuatoriana denominada CARACOLÍ S.A.

En virtud de la adjudicación de las acciones referidas en párrafos precedentes, la asignación de las acciones quedó establecida de la siguiente manera:

1.2.1.- 21.700 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor de la sociedad uruguaya denominada ALKADER SOCIEDAD ANÓNIMA.

1.2.2.- 4.650 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor GUILLERMO ANTONIO SALCEDO BETANCOURT.

1.2.3.- 4.649 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor ROBERTO EDUARDO SALCEDO BETANCOURT.

2.- SOLICITUD.

Con los antecedentes expuestos, solicito de manera especial se sirva en aprobar la actualización de la base de datos de sus dependencias, en el sentido de establecer la nueva composición accionaria de la compañía CARACOLÍ S.A., en virtud de la liquidación de la sociedad COLEMAN ASSOCIATED INC y la posterior adjudicación de sus acciones a las siguientes personas:

2.1.- 21.700 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor de la sociedad uruguaya denominada ALKADER SOCIEDAD ANÓNIMA.

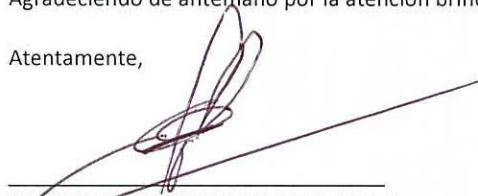
2.2.- 4.650 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor GUILLERMO ANTONIO SALCEDO BETANCOURT.

2.3.- 4.649 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor ROBERTO EDUARDO SALCEDO BETANCOURT.

Al ser una adjudicación de acciones, el valor total del acto jurídico es de USD \$ 0.00

Agradeciendo de antemano por la atención brindada a la presente.

Atentamente,



GUILLERMO ANTONIO SALCEDO CUEVA
C.C. # 090508966-0



APOSTILLE

(Convention De La Haye Du 5 octobre 1961)

Country: Belize

1. Public Document: REGISTERED AGENT'S CERTIFICATE -
COLEMAN ASSOCIATED INC.
2. Has been signed by: RISHI ALAIN MUNGAL
3. Acting as: NOTARY PUBLIC
4. Bearing the Seal of: NOTARY PUBLIC

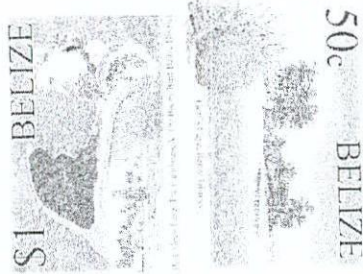
CERTIFIED

5. At Belize City
6. On the November 20th 2015
7. By Edmund O. Pennil
8. Under No. 20796/2015
9. Seal
10. Signature




Deputy Registrar General

"CERTIFICATION: I, **Rishi Alain Mungal, Notary Public** of Belize,
HEREBY CERTIFY that the signature appearing on the attached
Registered Agent's Certificate (in the Spanish language) for the company
COLEMAN ASSOCIATED INC. is the authentic signature of **Esther N.**
Aguet, an authorized signatory of Morgan & Morgan Trust Corporation
Belize Limited."

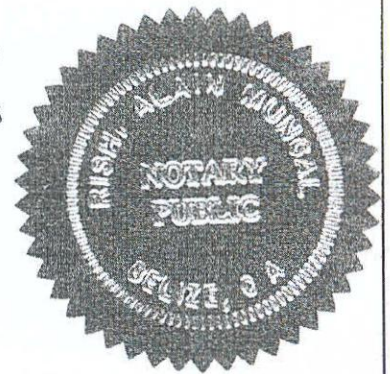



Rishi Alain Mungal

Notary Public

My Commission is for Life

Date: November 20th 2015



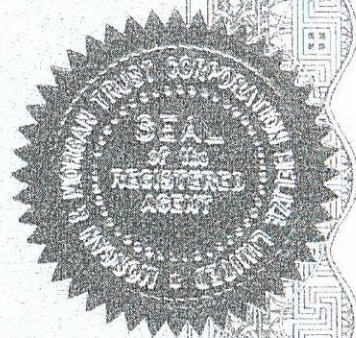
CERTIFICADO DEL AGENTE REGISTRADO

Nosotros, **MORGAN & MORGAN TRUST CORPORATION BELIZE LIMITED**, una sociedad de Belice, debidamente incorporada bajo el capítulo 206 de la Ley de Belice, registrada desde el 7 de abril de 1992 e inscrita en Panamá bajo la ficha SE1378, Documento 1210033 desde el 20 de Septiembre, 2007 como último Agente Registrado y Oficina Registrada de la Compañía **COLEMAN ASSOCIATED INC.**, por este medio certificamos que los siguientes documentos adjuntos son una fotocopia verdadera, completa y válida de los documentos originales:

- Certificado de Disolución, fechado el 10 de octubre de 2015;
- Declaración para liquidar y disolver la Compañía, fechada el 8 de septiembre de 2015; and
- Reunión de Asamblea General de Accionistas, fechada el 8 de septiembre de 2015.

Fechado este 18 de noviembre de 2015.


**MORGAN & MORGAN TRUST
CORPORATION BELIZE LIMITED**
AGENTE REGISTRADO
ESTHER N. AGUET
Firma Autorizada



THE INTERNATIONAL BUSINESS COMPANIES ACT,
Chapter 270 of the Laws of Belize, Revised Edition 2000

Certificate of Dissolution

The undersigned, Registrar of International Business Companies, HEREBY
CERTIFIES, pursuant to Sections 102 (6) (b) of The International Business Companies Act, that

COLEMAN ASSOCIATED INC.

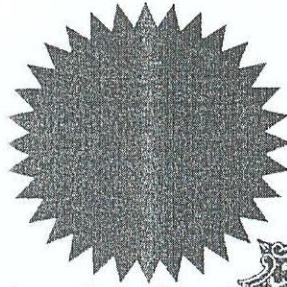
(A company incorporated under said Act) is dissolved with effect from the

10th day of October, 2015 and that it has complied with all the

requirements of said Act in respect of dissolution.

GIVEN under my hand and seal in Belize City, Belize

this 10th day of October, two thousand fifteen



Janet D. Dwyer
DEPUTY REGISTRAR OF INTERNATIONAL
BUSINESS COMPANIES

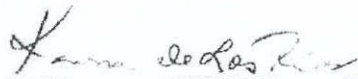
DECLARATION TO LIQUIDATE AND DISSOLVE

COLEMAN ASSOCIATED INC.
("the Company")

For the purposes of liquidating and dissolving **COLEMAN ASSOCIATED INC.** ("the Company") a Belizean Company, duly registered in accordance with the L.B.C. Ordinance of 1990 and Registered with Number **31,781** since **October 22, 2003**, I, in my capacity of Sole Shareholder of the aforementioned company, hereby declare:

1. That at present, the Company has no assets to be distributed to its shareholders or and no pending legal action (s) has been taken against the Company in any Court of Belize or outside its territory.
2. That the Company appoint **BELIZEAN LIQUIDATORS SERVICES INC.** a Bahama's Company Registered with Number 63,002 B since August 6, 1997, to be the liquidator of the Company and submit the Plan of Dissolution to the Registry of the Belize.
3. That in consideration that **BELIZEAN LIQUIDATORS SERVICES INC.** shall act only in accordance with the instructions given by the undersigned, we agree to hold harmless and indemnify **BELIZEAN LIQUIDATORS SERVICES INC.**, from any responsibility or liability of any kind arising from claims against the Company or in respect to any outstanding distributions of assets or payment of debts of the Company, including court costs and expenses to defend any legal action started by third parties by reason of any act or omission performed in respect to this liquidation.

Date: September 8, 2015.



KARINA DE LOS RIOS
Proxyholder

MEETING OF A GENERAL ASSEMBLY OF SHAREHOLDERS OF THE COMPANY

COLEMAN ASSOCIATED INC. HELD SEPTEMBER 8, 2015

The meeting was called to order and Mrs. Karina De Los Rios was appointed as Chairman of the meeting by unanimous decision of the shareholders.

The Chairman stated that the purpose of the meeting was to dissolve the Company. In turn, it was announced that:

FIRST: The company assets shall be distributed to the shareholders of the company prorate to their shareholding, namely to the following legal and natural persons:

- 1.1 ALKADER S.A. holder of 35,000 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);
- 1.2 Mr. GUILLERMO ANTONIO SALCEDO BETANCOURT, holder of 7,500 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);
- 1.3 Mr. ROBERTO EDUARDO SALCEDO BETANCOURT, holder of 7,500 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);

The company assets of the corporation are:

- 1) Twelve million five hundred forty six thousand five hundred and seventy three (12,546,573) common and nominative shares of FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40) each, in the company SALCEDO INTERNATIONAL INTERSAL S.A., an Ecuadorian corporation, whose main activity is the purchase, sale, lease, management of Real Estate property, brokerage, barter and agency thereof.
- 2) Twenty one thousand (21,000) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) each, in the company INDUSTRIA AVICOLA EL LIDER S.A., an Ecuadorian company whose main activity is the agro-industry in general and more particularly, chicken and poultry breeding in general, through massive incubation of eggs, their sale either alive or slaughtered; the import of equipment, materials, animals and food necessary for its purposes.
- 3) Twenty nine thousand nine hundred and ninety nine (29,999) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company ECUADOR INTERNATIONAL S.A. (ESALCU), an Ecuadorian company whose main activity is construction of buildings.
- 4) Twenty nine thousand nine hundred and ninety nine (29,999) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company COMERCIO GENERAL S.A. (COSALK), an Ecuadorian company whose main activity is agricultural construction.
- 5) One (1) nominative share of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company VAN CORD EMPRESAS S.A., an Ecuadorian company whose main activity is the purchase and sale of real estate for the construction of buildings, houses, apartments, offices and any other immovable property fit for sale.

- 6) Thirty thousand nine hundred and ninety nine (30,999) common and nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** in the company **CARACOLI S.A.**, an Ecuadorian company whose main activity is residential construction.
- 7) Two thousand nine hundred and ninety seven and one half (2,997.5) common and nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** of the company **COSTILLAS S.A.**, an Ecuadorian company whose main activity is construction as well as export, import and marketing of machinery and spares for agriculture, industry and construction.
- 8) Twenty one thousand (21,000) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, in the company **SERVICIOS EDUCATIVOS (SERVIDUCA S.A.)**, an Ecuadorian company whose main activity is to create and manage education centers for teaching and training of persons.
- 9) Two thousand four hundred and fifty (2,450) common and nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** in the company **CENTRO DE ESTUDIOS LOGOS S.A. (LOGOSA)**, an Ecuadorian company who engages mainly in teaching activities, education of individuals, creating and managing education centers of any sort and also the sale of uniforms and tailored clothes of any kind.

The General Assembly of Shareholders resolves, by a unanimous vote:

- 1) To approve the dissolution of the corporation **COLEMAN ASSOCIATED INC.** and to liquidate its assets
- 2) To approve the distribution of dividends from the corporation in favor of the shareholders, by virtue of and in proportion to the capital contribution of each.
- 3) To authorize **Mrs. Karina De Los Rios** to carry out all transactions required and proper as well as to sign on behalf of **COLEMAN ASSOCIATED INC.** any and all documents necessary and pertaining to the dissolution and liquidation of the company assets.

By virtue of the distribution, asset allocation to the shareholders shall be as follows:

- 1) The following assets shall be distributed to the company **ALKADER S.A.**:
 - a. Eight million seven hundred and eighty two thousand and one (8,782,001) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company **SALCDO INTERANTIONAL INTERSAL S.A.**
 - b. Fourteen thousand seven hundred (14,700) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company **INDUSTRIA AVICOLA EL LIDER S.A.**
 - c. Twenty nine thousand nine hundred and ninety nine (20,999) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, of the company **ECUADOR INTERNATIONAL S.A. (ESALCU)**.
 - d. Twenty thousand nine hundred and ninety nine (20,999) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company **COMERCIO GENERAL S.A. (COSALK)**.
 - e. One (1) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, of the company **VAN CORD EMPRESAS S.A.**
 - f. Twenty one thousand seven hundred (21,700) nominative shares **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company **CARACOLI S.A.**

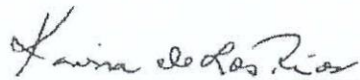
- g. Two thousand ninety eight point twenty five (2,098.25) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each of the company COSTILLAS S.A.
 - h. Fourteen thousand seven hundred (14,700) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA** each, of the company SERVICIOS EDUCATIVOS (SERVIDUCA S.A.).
 - i. One thousand seven hundred and fifteen (1,715) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each of the company CETRO DE ESTUDIOS LOGOS S.A.
- 2) The following assets shall be distributed to GUILLERMO ANTONIO SALCEDO BETANCOURT:
- a. One million eight hundred eighty one thousand nine hundred and eighty six (1,881,986) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company SALCEDO INTERNATIONAL INTERSAL S.A.
 - b. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company INDUSTRIA AVICOLA EL LIDER S.A.
 - c. Four thousand five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company ECUADOR INTERNATIONAL S.A. (ESALU).
 - d. Four thousand five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company COMERCIO GENERAL S.A. (COSALK)
 - e. Four thousand six hundred and fifty (4,650) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company CARACOLI S.A.
 - f. Four hundred and forty nine thousand, six hundred and twenty five (449,625) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company COSTILLAS S.A.
 - g. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company CENTRO DE ESTUDIOS LOGOS S.A.
- 3) The following assets shall be distributed to ROBERTO EDUARDO SALCEDO BETANCOURT:
- a. One million eight hundred eighty one thousand nine hundred and eighty six (1,881,986) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company SALCEDO INTERNATIONAL INTERSAL S.A.
 - b. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company INDUSTRIA AVICOLA EL LIDER S.A.
 - c. **DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company ECUADOR INTERNATIONAL S.A. (ESALU).
 - d. Four thousand and five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company COMERCIO GENERAL S.A. (COSALK)

- e. Four thousand six hundred and forty nine (4,649) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company CARACOLI S.A.
- f. Four hundred and forty nine thousand, six hundred and twenty five (449,625) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company COSTILLAS S.A.
- g. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company SERVICIOS EDUCATIVOS (SERVIDUCA S.A.)
- h. Three hundred and sixty eight (368) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company CENTRO DE ESTUDIOS LOGOS S.A.

SECOND: Authorizing the Plan of Dissolution;

THIRD: Authorizing Morgan & Morgan Trust Corporation Belize Limited to perform any duties necessary to enable the dissolution of the Company in Belize, including appointing the liquidator.

There being nothing further to discuss, the Chairman declared a recess for drafting of this minute. Reinstated the session, this minute was read aloud to those present who approved it in all its parts and in testimony and acceptance thereof sign at the foot of the document, the meeting coming to an end at eleven hours on the same day.



KARINA DE LOS RIOS

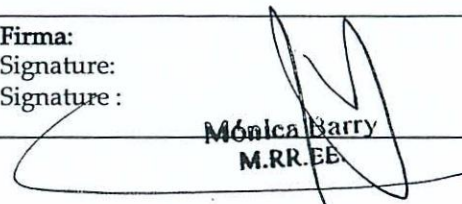
Proxyholder



APOSTILLE

(Convention de La Haye du 5 octobre 1961)



1. País Country / Pays :	República Oriental del Uruguay		
El presente documento público This public document / Le présent acte public			
2. ha sido firmado por has been signed by a été signé par	CRISTINA FRAGA CHAO		
3. quien actúa en calidad de acting in the capacity of agissant en qualité de	ASESOR III ESCRIBANO		
4. y está revestido del sello / timbre de bears the seal / stamp of est revêtu du sceau / timbre de	SCJ		
Certificado Certified / Attesté			
5. en at / à	Montevideo	6. el día the / le	3 de Junio de 2015
7. por by / par	Centro de Atención Ciudadana Ministerio de Relaciones Exteriores		
8. bajo el número Nº sous nº	00015039355025N		
9. Sello / timbre: Seal / stamp: Sceau / timbre :		10. Firma: Signature: Signature :	 Mónica Barry M.RR.EE

Documento Apostillado: CERTIFICACION NOTARIAL

Esta Apostilla certifica únicamente la autenticidad de la firma, la calidad en que el signatario del documento haya actuado y, en su caso, la identidad del sello o timbre del que el documento público esté revestido.

Esta Apostilla no certifica el contenido del documento para el cual se expidió.

Esta Apostilla se puede verificar en la dirección siguiente: <http://www.mrree.gub.uy>.

This Apostille only certifies the authenticity of the signature and the capacity of the person who has signed the public document, and, where appropriate, the identity of the seal or stamp which the public document bears.

This Apostille does not certify the content of the document for which it was issued.

To verify the issuance of this Apostille, see <http://www.mrree.gub.uy>.

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Cette Apostille ne certifie pas le contenu de l'acte pour lequel elle a été émise.

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CONSTANCIA**INSCRIPCIÓN EN EL REGISTRO ÚNICO TRIBUTARIO**

Empresas y otras entidades unipersonales o pluripersonales

6351

Versión 00

DGI
DIRECCIÓN
GENERAL
IMPOSITIVA

Denominación ALKADER S.A.	N° de RUT 217528350010
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N° de local 2	Tipo de local PRINCIPAL	Fecha de Inicio 09/03/2015
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Residente Si	Establecimiento permanente	Unidad Administrativa de Gestión MONTEVIDEO	Grupo NOCED
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Domicilio FISCAL

Departamento MONTEVIDEO	Localidad MONTEVIDEO			
Calle SORIANO	Nro. Puerta 1124	Bis	Nro. Ap.	Código Postal 11100

Domicilio CONSTITUIDO

Departamento MONTEVIDEO	Localidad MONTEVIDEO			
Calle SORIANO	Nro. Puerta 1124	Bis	Nro. Ap.	Código Postal 11100

Actos y Fechas de Vigencia

Acto INSCRIPCION	Fecha de vigencia 10/11/2014	Procedencia PRESENCIAL	Fecha de Presentación 27/11/2014
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Acto MODIFICACION	Fecha de vigencia 09/03/2015	Procedencia PRESENCIAL	Fecha de Presentación 12/03/2015
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Períodos de Actividad

Fecha de inicio/reinicio de actividades 10/11/14	Fecha de cancelación de actividades / /
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SEÑOR INTENDENTE DE COMPAÑÍAS DE GUAYAQUIL:

GUILLERMO ANTONIO SALCEDO CUEVA, a nombre y en representación de la compañía **CARACOLÍ S.A. (EXPEDIENTE # 40242)**, portadora del RUC # 0990601577001, ante usted comparezco y solicito:

1.- ANTECEDENTES.

1.1.- COLEMAN ASSOCIATED INC., es una sociedad constituida al amparo de las Leyes de Belice, el día 22 de octubre de 2003.

La referida sociedad, en la actualidad, es propietaria de 30.999 acciones ordinarias y nominativas de USD \$ 0.04, cada una, dentro del capital social de la compañía ecuatoriana denominada CARACOLÍ S.A.

1.2.- El día 08 de septiembre de 2015, se suscribió tanto la Declaración de Disolución y Liquidación de la sociedad COLEMAN ASSOCIATED INC., así como la Reunión de Asamblea General de Accionistas, en donde se adjudicaron las acciones que ésta mantiene dentro del capital social de la compañía ecuatoriana denominada CARACOLÍ S.A.

En virtud de la adjudicación de las acciones referidas en párrafos precedentes, la asignación de las acciones quedó establecida de la siguiente manera:

1.2.1.- 21.700 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor de la sociedad uruguaya denominada ALKADER SOCIEDAD ANÓNIMA.

1.2.2.- 4.650 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor GUILLERMO ANTONIO SALCEDO BETANCOURT.

1.2.3.- 4.649 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor ROBERTO EDUARDO SALCEDO BETANCOURT.

2.- SOLICITUD.

Con los antecedentes expuestos, solicito de manera especial se sirva en aprobar la actualización de la base de datos de sus dependencias, en el sentido de establecer la nueva composición accionaria de la compañía CARACOLÍ S.A., en virtud de la liquidación de la sociedad COLEMAN ASSOCIATED INC y la posterior adjudicación de sus acciones a las siguientes personas:

2.1.- 21.700 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor de la sociedad uruguaya denominada ALKADER SOCIEDAD ANÓNIMA.

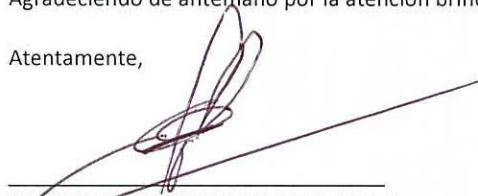
2.2.- 4.650 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor GUILLERMO ANTONIO SALCEDO BETANCOURT.

2.3.- 4.649 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor ROBERTO EDUARDO SALCEDO BETANCOURT.

Al ser una adjudicación de acciones, el valor total del acto jurídico es de USD \$ 0.00

Agradeciendo de antemano por la atención brindada a la presente.

Atentamente,



GUILLERMO ANTONIO SALCEDO CUEVA
C.C. # 090508966-0



APOSTILLE

(Convention De La Haye Du 5 octobre 1961)

Country: Belize

1. Public Document: REGISTERED AGENT'S CERTIFICATE -
COLEMAN ASSOCIATED INC.
2. Has been signed by: RISHI ALAIN MUNGAL
3. Acting as: NOTARY PUBLIC
4. Bearing the Seal of: NOTARY PUBLIC

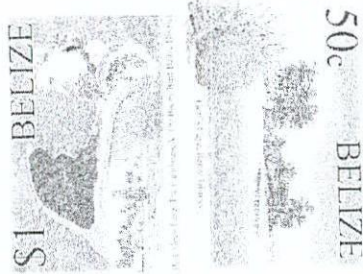
CERTIFIED

5. At Belize City
6. On the November 20th 2015
7. By Edmund O. Pennil
8. Under No. 20796/2015
9. Seal
10. Signature




Deputy Registrar General

"CERTIFICATION: I, **Rishi Alain Mungal, Notary Public** of Belize,
HEREBY CERTIFY that the signature appearing on the attached
Registered Agent's Certificate (in the Spanish language) for the company
COLEMAN ASSOCIATED INC. is the authentic signature of **Esther N.**
Aguet, an authorized signatory of Morgan & Morgan Trust Corporation
Belize Limited."

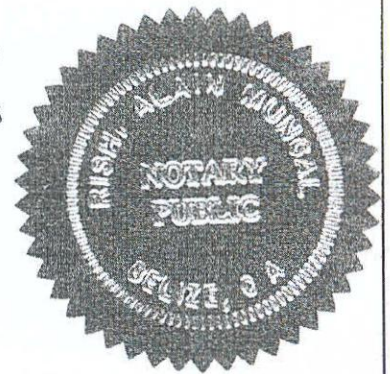



Rishi Alain Mungal

Notary Public

My Commission is for Life

Date: November 20th 2015



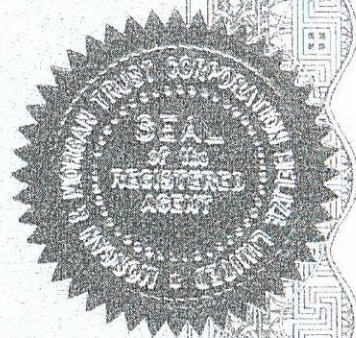
CERTIFICADO DEL AGENTE REGISTRADO

Nosotros, **MORGAN & MORGAN TRUST CORPORATION BELIZE LIMITED**, una sociedad de Belice, debidamente incorporada bajo el capítulo 206 de la Ley de Belice, registrada desde el 7 de abril de 1992 e inscrita en Panamá bajo la ficha SE1378, Documento 1210033 desde el 20 de Septiembre, 2007 como último Agente Registrado y Oficina Registrada de la Compañía **COLEMAN ASSOCIATED INC.**, por este medio certificamos que los siguientes documentos adjuntos son una fotocopia verdadera, completa y válida de los documentos originales:

- Certificado de Disolución, fechado el 10 de octubre de 2015;
- Declaración para liquidar y disolver la Compañía, fechada el 8 de septiembre de 2015; and
- Reunión de Asamblea General de Accionistas, fechada el 8 de septiembre de 2015.

Fechado este 18 de noviembre de 2015.


**MORGAN & MORGAN TRUST
CORPORATION BELIZE LIMITED**
AGENTE REGISTRADO
ESTHER N. AGUET
Firma Autorizada



THE INTERNATIONAL BUSINESS COMPANIES ACT,
Chapter 270 of the Laws of Belize, Revised Edition 2000

Certificate of Dissolution

The undersigned, Registrar of International Business Companies, HEREBY
CERTIFIES, pursuant to Sections 102 (6) (b) of The International Business Companies Act, that

COLEMAN ASSOCIATED INC.

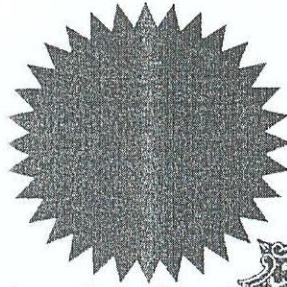
(A company incorporated under said Act) is dissolved with effect from the

10th day of October, 2015 and that it has complied with all the

requirements of said Act in respect of dissolution.

GIVEN under my hand and seal in Belize City, Belize

this 10th day of October, two thousand fifteen



Janet D. Dwyer
DEPUTY REGISTRAR OF INTERNATIONAL
BUSINESS COMPANIES

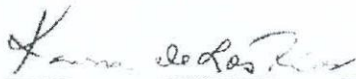
DECLARATION TO LIQUIDATE AND DISSOLVE

COLEMAN ASSOCIATED INC.
("the Company")

For the purposes of liquidating and dissolving **COLEMAN ASSOCIATED INC.** ("the Company") a Belizean Company, duly registered in accordance with the L.B.C. Ordinance of 1990 and Registered with Number **31,781** since **October 22, 2003**, I, in my capacity of Sole Shareholder of the aforementioned company, hereby declare:

1. That at present, the Company has no assets to be distributed to its shareholders or and no pending legal action (s) has been taken against the Company in any Court of Belize or outside its territory.
2. That the Company appoint **BELIZEAN LIQUIDATORS SERVICES INC.** a Bahama's Company Registered with Number 63,002 B since August 6, 1997, to be the liquidator of the Company and submit the Plan of Dissolution to the Registry of the Belize.
3. That in consideration that **BELIZEAN LIQUIDATORS SERVICES INC.** shall act only in accordance with the instructions given by the undersigned, we agree to hold harmless and indemnify **BELIZEAN LIQUIDATORS SERVICES INC.**, from any responsibility or liability of any kind arising from claims against the Company or in respect to any outstanding distributions of assets or payment of debts of the Company, including court costs and expenses to defend any legal action started by third parties by reason of any act or omission performed in respect to this liquidation.

Date: September 8, 2015.



KARINA DE LOS RIOS
Proxyholder

MEETING OF A GENERAL ASSEMBLY OF SHAREHOLDERS OF THE COMPANY

COLEMAN ASSOCIATED INC. HELD SEPTEMBER 8, 2015

The meeting was called to order and Mrs. Karina De Los Rios was appointed as Chairman of the meeting by unanimous decision of the shareholders.

The Chairman stated that the purpose of the meeting was to dissolve the Company. In turn, it was announced that:

FIRST: The company assets shall be distributed to the shareholders of the company prorate to their shareholding, namely to the following legal and natural persons:

- 1.1 ALKADER S.A. holder of 35,000 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);
- 1.2 Mr. GUILLERMO ANTONIO SALCEDO BETANCOURT, holder of 7,500 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);
- 1.3 Mr. ROBERTO EDUARDO SALCEDO BETANCOURT, holder of 7,500 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);

The company assets of the corporation are:

- 1) Twelve million five hundred forty six thousand five hundred and seventy three (12,546,573) common and nominative shares of FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40) each, in the company SALCEDO INTERNATIONAL INTERSAL S.A., an Ecuadorian corporation, whose main activity is the purchase, sale, lease, management of Real Estate property, brokerage, barter and agency thereof.
- 2) Twenty one thousand (21,000) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) each, in the company INDUSTRIA AVICOLA EL LIDER S.A., an Ecuadorian company whose main activity is the agro-industry in general and more particularly, chicken and poultry breeding in general, through massive incubation of eggs, their sale either alive or slaughtered; the import of equipment, materials, animals and food necessary for its purposes.
- 3) Twenty nine thousand nine hundred and ninety nine (29,999) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company ECUADOR INTERNATIONAL S.A. (ESALCU), an Ecuadorian company whose main activity is construction of buildings.
- 4) Twenty nine thousand nine hundred and ninety nine (29,999) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company COMERCIO GENERAL S.A. (COSALK), an Ecuadorian company whose main activity is agricultural construction.
- 5) One (1) nominative share of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company VAN CORD EMPRESAS S.A., an Ecuadorian company whose main activity is the purchase and sale of real estate for the construction of buildings, houses, apartments, offices and any other immovable property fit for sale.

- 6) Thirty thousand nine hundred and ninety nine (30,999) common and nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** in the company **CARACOLI S.A.**, an Ecuadorian company whose main activity is residential construction.
- 7) Two thousand nine hundred and ninety seven and one half (2,997.5) common and nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** of the company **COSTILLAS S.A.**, an Ecuadorian company whose main activity is construction as well as export, import and marketing of machinery and spares for agriculture, industry and construction.
- 8) Twenty one thousand (21,000) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, in the company **SERVICIOS EDUCATIVOS (SERVIDUCA S.A.)**, an Ecuadorian company whose main activity is to create and manage education centers for teaching and training of persons.
- 9) Two thousand four hundred and fifty (2,450) common and nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** in the company **CENTRO DE ESTUDIOS LOGOS S.A. (LOGOSA)**, an Ecuadorian company who engages mainly in teaching activities, education of individuals, creating and managing education centers of any sort and also the sale of uniforms and tailored clothes of any kind.

The General Assembly of Shareholders resolves, by a unanimous vote:

- 1) To approve the dissolution of the corporation **COLEMAN ASSOCIATED INC.** and to liquidate its assets
- 2) To approve the distribution of dividends from the corporation in favor of the shareholders, by virtue of and in proportion to the capital contribution of each.
- 3) To authorize **Mrs. Karina De Los Rios** to carry out all transactions required and proper as well as to sign on behalf of **COLEMAN ASSOCIATED INC.** any and all documents necessary and pertaining to the dissolution and liquidation of the company assets.

By virtue of the distribution, asset allocation to the shareholders shall be as follows:

- 1) The following assets shall be distributed to the company **ALKADER S.A.**:
 - a. Eight million seven hundred and eighty two thousand and one (8,782,001) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company **SALCDO INTERANTIONAL INTERSAL S.A.**
 - b. Fourteen thousand seven hundred (14,700) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company **INDUSTRIA AVICOLA EL LIDER S.A.**
 - c. Twenty nine thousand nine hundred and ninety nine (20,999) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, of the company **ECUADOR INTERNATIONAL S.A. (ESALCU)**.
 - d. Twenty thousand nine hundred and ninety nine (20,999) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company **COMERCIO GENERAL S.A. (COSALK)**.
 - e. One (1) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, of the company **VAN CORD EMPRESAS S.A.**
 - f. Twenty one thousand seven hundred (21,700) nominative shares **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company **CARACOLI S.A.**

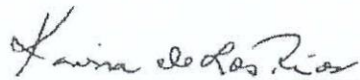
- g. Two thousand ninety eight point twenty five (2,098.25) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each of the company COSTILLAS S.A.
 - h. Fourteen thousand seven hundred (14,700) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA** each, of the company SERVICIOS EDUCATIVOS (SERVIDUCA S.A.).
 - i. One thousand seven hundred and fifteen (1,715) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each of the company CETRO DE ESTUDIOS LOGOS S.A.
- 2) The following assets shall be distributed to GUILLERMO ANTONIO SALCEDO BETANCOURT:
- a. One million eight hundred eighty one thousand nine hundred and eighty six (1,881,986) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company SALCEDO INTERNATIONAL INTERSAL S.A.
 - b. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company INDUSTRIA AVICOLA EL LIDER S.A.
 - c. Four thousand five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company ECUADOR INTERNATIONAL S.A. (ESALU).
 - d. Four thousand five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company COMERCIO GENERAL S.A. (COSALK)
 - e. Four thousand six hundred and fifty (4,650) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company CARACOLI S.A.
 - f. Four hundred and forty nine thousand, six hundred and twenty five (449,625) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company COSTILLAS S.A.
 - g. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company CENTRO DE ESTUDIOS LOGOS S.A.
- 3) The following assets shall be distributed to ROBERTO EDUARDO SALCEDO BETANCOURT:
- a. One million eight hundred eighty one thousand nine hundred and eighty six (1,881,986) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company SALCEDO INTERNATIONAL INTERSAL S.A.
 - b. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company INDUSTRIA AVICOLA EL LIDER S.A.
 - c. **DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company ECUADOR INTERNATIONAL S.A. (ESALU).
 - d. Four thousand and five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company COMERCIO GENERAL S.A. (COSALK)

- e. Four thousand six hundred and forty nine (4,649) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company CARACOLI S.A.
- f. Four hundred and forty nine thousand, six hundred and twenty five (449,625) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company COSTILLAS S.A.
- g. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company SERVICIOS EDUCATIVOS (SERVIDUCA S.A.)
- h. Three hundred and sixty eight (368) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company CENTRO DE ESTUDIOS LOGOS S.A.

SECOND: Authorizing the Plan of Dissolution;

THIRD: Authorizing Morgan & Morgan Trust Corporation Belize Limited to perform any duties necessary to enable the dissolution of the Company in Belize, including appointing the liquidator.

There being nothing further to discuss, the Chairman declared a recess for drafting of this minute. Reinstated the session, this minute was read aloud to those present who approved it in all its parts and in testimony and acceptance thereof sign at the foot of the document, the meeting coming to an end at eleven hours on the same day.



KARINA DE LOS RIOS

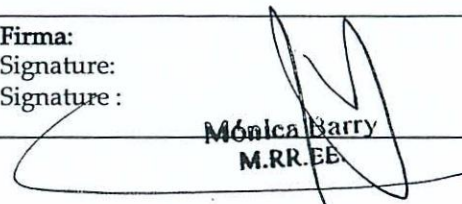
Proxyholder



APOSTILLE

(Convention de La Haye du 5 octobre 1961)



1. País Country / Pays :	República Oriental del Uruguay		
El presente documento público This public document / Le présent acte public			
2. ha sido firmado por has been signed by a été signé par	CRISTINA FRAGA CHAO		
3. quien actúa en calidad de acting in the capacity of agissant en qualité de	ASESOR III ESCRIBANO		
4. y está revestido del sello / timbre de bears the seal / stamp of est revêtu du sceau / timbre de	SCJ		
Certificado Certified / Attesté			
5. en at / à	Montevideo	6. el día the / le	3 de Junio de 2015
7. por by / par	Centro de Atención Ciudadana Ministerio de Relaciones Exteriores		
8. bajo el número Nº sous nº	00015039355025N		
9. Sello / timbre: Seal / stamp: Sceau / timbre :		10. Firma: Signature: Signature :	 Mónica Barry M.RR.EE.

Documento Apostillado: CERTIFICACION NOTARIAL

Esta Apostilla certifica únicamente la autenticidad de la firma, la calidad en que el signatario del documento haya actuado y, en su caso, la identidad del sello o timbre del que el documento público esté revestido.

Esta Apostilla no certifica el contenido del documento para el cual se expidió.

Esta Apostilla se puede verificar en la dirección siguiente: <http://www.mrree.gub.uy>.

This Apostille only certifies the authenticity of the signature and the capacity of the person who has signed the public document, and, where appropriate, the identity of the seal or stamp which the public document bears.

This Apostille does not certify the content of the document for which it was issued.

To verify the issuance of this Apostille, see <http://www.mrree.gub.uy>.

Cette Apostille atteste uniquement la véracité de la signature, la qualité en laquelle le signataire de l'acte a agi et, le cas échéant, l'identité du sceau ou timbre dont cet acte public est revêtu.

Cette Apostille ne certifie pas le contenu de l'acte pour lequel elle a été émise.

Cette Apostille peut être vérifiée à l'adresse suivante: <http://www.mrree.gub.uy>.



CONSTANCIA**INSCRIPCIÓN EN EL REGISTRO ÚNICO TRIBUTARIO**

Empresas y otras entidades unipersonales o pluripersonales

6351

Versión 00

DGI
DIRECCIÓN
GENERAL
IMPOSITIVA

Denominación ALKADER S.A.	N° de RUT 217528350010
-------------------------------------	----------------------------------

N° de local 2	Tipo de local PRINCIPAL	Fecha de Inicio 09/03/2015
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Residente Si	Establecimiento permanente	Unidad Administrativa de Gestión MONTEVIDEO	Grupo NOCED
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Domicilio FISCAL

Departamento MONTEVIDEO	Localidad MONTEVIDEO			
Calle SORIANO	Nro. Puerta 1124	Bis	Nro. Ap.	Código Postal 11100

Domicilio CONSTITUIDO

Departamento MONTEVIDEO	Localidad MONTEVIDEO			
Calle SORIANO	Nro. Puerta 1124	Bis	Nro. Ap.	Código Postal 11100

Actos y Fechas de Vigencia

Acto INSCRIPCION	Fecha de vigencia 10/11/2014	Procedencia PRESENCIAL	Fecha de Presentación 27/11/2014
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Acto MODIFICACION	Fecha de vigencia 09/03/2015	Procedencia PRESENCIAL	Fecha de Presentación 12/03/2015
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Períodos de Actividad

Fecha de inicio/reinicio de actividades 10/11/14	Fecha de cancelación de actividades / /
--	---



*Of the United States,
in Order to form a more perfect Union,
establish Justice, insure domestic Tranquility,
provide for the common defence,
promote the general Welfare, and secure
the Blessings of Liberty to ourselves
and our Posterity, do ordain and establish this
Constitution for the United States of America.*



SIGNATURE OF BEARER / SIGNATURE DU TITULAIRE / FIRMA DEL TITULAR

UNITED STATES OF AMERICA

Type/Type/Type / Code/Code/Code / Passport No. / No. du Passport / No. de Passport

P USA 477599070

Surname / Nom / Apellidos

SALCEDO JR

Given Names / Prénoms / Nombres

GUILLERMO ANTONIO

Nationality / Nationalité / Nacionalidad

UNITED STATES OF AMERICA

Date of birth / Date

01 Oct 1991

Place of birth / Lieu de naissance

FLORIDA, U.S.A.

Date of issue / Date de délivrance / Fecha de expedición

28 Mar 2011

Date of expiration /
12/31/1995

22 Mär 2021

Endorsements / Mentions Speciales / Anotaciones

SEE PAGE 27

Sex / Sexe / Sexo

M

Authority / Autorité / Autoridad

United States

Department of State

Department of State

1174

22222

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741<920050

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4775990797USA9110018M2103226243988741<920050

*Of the United States,
in Order to form a more perfect Union,
establish justice, insure domestic Tranquillity,
provide for the common defence,
promote the general Welfare, and secure
the Blessings of Liberty to ourselves and
our Posterity, do ordain and establish this
Constitution for the United States of America.*

SIGNATURE OF BEARER / SIGNATURE DU TITULAIRE / FIRMA DEL TITULAR

PASSPORT
PASSEPORT
PASAPORTE

UNITED STATES OF AMERICA

Type / Type / Tipo : Code / Code / Código : Passport No. / No. du Passeport / No. do Passaporte :
 P : USA : 510463609

Surname / Nom / Apellido

SALCEDO

Given Names / Prénoms / Nombres

ROBERTO EDUARDO

Nationality / Nationalité / Nacionalidad
UNITED STATES OF AMERICA

UNITED STATES OF AMERICA
Date of birth / Date de naissance: (mm/aa/aaaa)

08 Mar 1994

Place of birth / Lieu de naissance / Lugar de nacimiento

FLORIDA U.S.A.

Date of Issue / Data de delivrança / Fecha de expedición

15-Aug-2013

Date of expiration / Date d'expiration / Fecha de caducidad: _____

14 Aug 2023

Endorsements / Memorias Especiales / Anotaciones

SEE PAGE 27

Sex / Sexe / Sexo

M

Authority / Autorité / Autoridade

United States

Department of State

P<USASALCEDO<<ROBERTO<EDUARDO<<<<<<<<<<<<<<<
5104636098USA9403084M2308146510173439<302822

SEÑOR INTENDENTE DE COMPAÑÍAS DE GUAYAQUIL:

GUILLERMO ANTONIO SALCEDO CUEVA, a nombre y en representación de la compañía **CARACOLÍ S.A. (EXPEDIENTE # 40242)**, portadora del RUC # 0990601577001, ante usted comparezco y solicito:

1.- ANTECEDENTES.

1.1.- COLEMAN ASSOCIATED INC., es una sociedad constituida al amparo de las Leyes de Belice, el día 22 de octubre de 2003.

La referida sociedad, en la actualidad, es propietaria de 30.999 acciones ordinarias y nominativas de USD \$ 0.04, cada una, dentro del capital social de la compañía ecuatoriana denominada CARACOLÍ S.A.

1.2.- El día 08 de septiembre de 2015, se suscribió tanto la Declaración de Disolución y Liquidación de la sociedad COLEMAN ASSOCIATED INC., así como la Reunión de Asamblea General de Accionistas, en donde se adjudicaron las acciones que ésta mantiene dentro del capital social de la compañía ecuatoriana denominada CARACOLÍ S.A.

En virtud de la adjudicación de las acciones referidas en párrafos precedentes, la asignación de las acciones quedó establecida de la siguiente manera:

1.2.1.- 21.700 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor de la sociedad uruguaya denominada ALKADER SOCIEDAD ANÓNIMA.

1.2.2.- 4.650 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor GUILLERMO ANTONIO SALCEDO BETANCOURT.

1.2.3.- 4.649 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor ROBERTO EDUARDO SALCEDO BETANCOURT.

2.- SOLICITUD.

Con los antecedentes expuestos, solicito de manera especial se sirva en aprobar la actualización de la base de datos de sus dependencias, en el sentido de establecer la nueva composición accionaria de la compañía CARACOLÍ S.A., en virtud de la liquidación de la sociedad COLEMAN ASSOCIATED INC y la posterior adjudicación de sus acciones a las siguientes personas:

2.1.- 21.700 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor de la sociedad uruguaya denominada ALKADER SOCIEDAD ANÓNIMA.

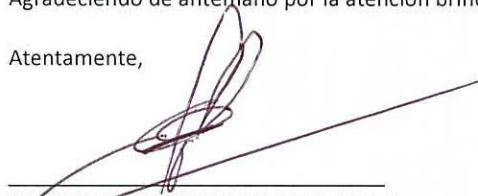
2.2.- 4.650 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor GUILLERMO ANTONIO SALCEDO BETANCOURT.

2.3.- 4.649 acciones ordinarias y nominativas de USD \$ 0.04, cada una, a favor del señor ROBERTO EDUARDO SALCEDO BETANCOURT.

Al ser una adjudicación de acciones, el valor total del acto jurídico es de USD \$ 0.00

Agradeciendo de antemano por la atención brindada a la presente.

Atentamente,



GUILLERMO ANTONIO SALCEDO CUEVA
C.C. # 090508966-0



APOSTILLE

(Convention De La Haye Du 5 octobre 1961)

Country: Belize

1. Public Document: REGISTERED AGENT'S CERTIFICATE -
COLEMAN ASSOCIATED INC.
2. Has been signed by: RISHI ALAIN MUNGAL
3. Acting as: NOTARY PUBLIC
4. Bearing the Seal of: NOTARY PUBLIC

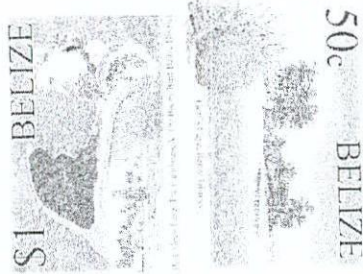
CERTIFIED

5. At Belize City
6. On the November 20th 2015
7. By Edmund O. Pennil
8. Under No. 20796/2015
9. Seal
10. Signature




Deputy Registrar General

"CERTIFICATION: I, **Rishi Alain Mungal, Notary Public** of Belize,
HEREBY CERTIFY that the signature appearing on the attached
Registered Agent's Certificate (in the Spanish language) for the company
COLEMAN ASSOCIATED INC. is the authentic signature of **Esther N.**
Aguet, an authorized signatory of Morgan & Morgan Trust Corporation
Belize Limited."

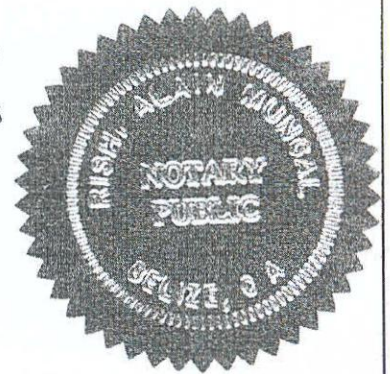



Rishi Alain Mungal

Notary Public

My Commission is for Life

Date: November 20th 2015



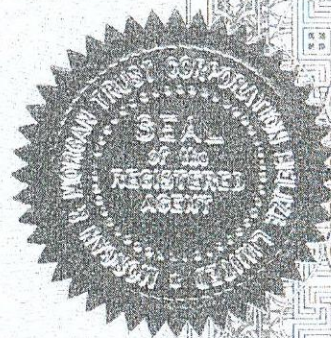
CERTIFICADO DEL AGENTE REGISTRADO

Nosotros, **MORGAN & MORGAN TRUST CORPORATION BELIZE LIMITED**, una sociedad de Belice, debidamente incorporada bajo el capítulo 206 de la Ley de Belice, registrada desde el 7 de abril de 1992 e inscrita en Panamá bajo la ficha SE1378, Documento 1210033 desde el 20 de Septiembre, 2007 como último Agente Registrado y Oficina Registrada de la Compañía **COLEMAN ASSOCIATED INC.**, por este medio certificamos que los siguientes documentos adjuntos son una fotocopia verdadera, completa y válida de los documentos originales:

- Certificado de Disolución, fechado el 10 de octubre de 2015;
- Declaración para liquidar y disolver la Compañía, fechada el 8 de septiembre de 2015; and
- Reunión de Asamblea General de Accionistas, fechada el 8 de septiembre de 2015.

Fechado este 18 de noviembre de 2015.


**MORGAN & MORGAN TRUST
CORPORATION BELIZE LIMITED**
AGENTE REGISTRADO
ESTHER N. AGUET
Firma Autorizada



THE INTERNATIONAL BUSINESS COMPANIES ACT,
Chapter 270 of the Laws of Belize, Revised Edition 2000

Certificate of Dissolution

The undersigned, Registrar of International Business Companies, HEREBY
CERTIFIES, pursuant to Sections 102 (6) (b) of The International Business Companies Act, that

COLEMAN ASSOCIATED INC.

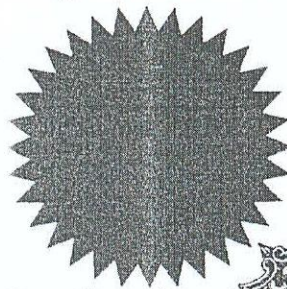
(A company incorporated under said Act) is dissolved with effect from the

10th day of October, 2015 and that it has complied with all the

requirements of said Act in respect of dissolution.

GIVEN under my hand and seal in Belize City, Belize

this 10th day of October, two thousand fifteen



Janet D. Dwyer
DEPUTY REGISTRAR OF INTERNATIONAL
BUSINESS COMPANIES

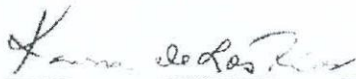
DECLARATION TO LIQUIDATE AND DISSOLVE

COLEMAN ASSOCIATED INC.
("the Company")

For the purposes of liquidating and dissolving **COLEMAN ASSOCIATED INC.** ("the Company") a Belizean Company, duly registered in accordance with the L.B.C. Ordinance of 1990 and Registered with Number **31,781** since **October 22, 2003**, I, in my capacity of Sole Shareholder of the aforementioned company, hereby declare:

1. That at present, the Company has no assets to be distributed to its shareholders or and no pending legal action (s) has been taken against the Company in any Court of Belize or outside its territory.
2. That the Company appoint **BELIZEAN LIQUIDATORS SERVICES INC.** a Bahama's Company Registered with Number 63,002 B since August 6, 1997, to be the liquidator of the Company and submit the Plan of Dissolution to the Registry of the Belize.
3. That in consideration that **BELIZEAN LIQUIDATORS SERVICES INC.** shall act only in accordance with the instructions given by the undersigned, we agree to hold harmless and indemnify **BELIZEAN LIQUIDATORS SERVICES INC.**, from any responsibility or liability of any kind arising from claims against the Company or in respect to any outstanding distributions of assets or payment of debts of the Company, including court costs and expenses to defend any legal action started by third parties by reason of any act or omission performed in respect to this liquidation.

Date: September 8, 2015.



KARINA DE LOS RIOS
Proxyholder

MEETING OF A GENERAL ASSEMBLY OF SHAREHOLDERS OF THE COMPANY

COLEMAN ASSOCIATED INC. HELD SEPTEMBER 8, 2015

The meeting was called to order and Mrs. Karina De Los Rios was appointed as Chairman of the meeting by unanimous decision of the shareholders.

The Chairman stated that the purpose of the meeting was to dissolve the Company. In turn, it was announced that:

FIRST: The company assets shall be distributed to the shareholders of the company prorate to their shareholding, namely to the following legal and natural persons:

- 1.1 ALKADER S.A. holder of 35,000 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);
- 1.2 Mr. GUILLERMO ANTONIO SALCEDO BETANCOURT, holder of 7,500 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);
- 1.3 Mr. ROBERTO EDUARDO SALCEDO BETANCOURT, holder of 7,500 nominative shares of ONE DOLLAR OF THE UNITED STATES OF AMERICA (USD \$ 1.00);

The company assets of the corporation are:

- 1) Twelve million five hundred forty six thousand five hundred and seventy three (12,546,573) common and nominative shares of FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40) each, in the company SALCEDO INTERNATIONAL INTERSAL S.A., an Ecuadorian corporation, whose main activity is the purchase, sale, lease, management of Real Estate property, brokerage, barter and agency thereof.
- 2) Twenty one thousand (21,000) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) each, in the company INDUSTRIA AVICOLA EL LIDER S.A., an Ecuadorian company whose main activity is the agro-industry in general and more particularly, chicken and poultry breeding in general, through massive incubation of eggs, their sale either alive or slaughtered; the import of equipment, materials, animals and food necessary for its purposes.
- 3) Twenty nine thousand nine hundred and ninety nine (29,999) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company ECUADOR INTERNATIONAL S.A. (ESALCU), an Ecuadorian company whose main activity is construction of buildings.
- 4) Twenty nine thousand nine hundred and ninety nine (29,999) nominative shares of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company COMERCIO GENERAL S.A. (COSALK), an Ecuadorian company whose main activity is agricultural construction.
- 5) One (1) nominative share of FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04) in the company VAN CORD EMPRESAS S.A., an Ecuadorian company whose main activity is the purchase and sale of real estate for the construction of buildings, houses, apartments, offices and any other immovable property fit for sale.

- 6) Thirty thousand nine hundred and ninety nine (30,999) common and nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** in the company **CARACOLI S.A.**, an Ecuadorian company whose main activity is residential construction.
- 7) Two thousand nine hundred and ninety seven and one half (2,997.5) common and nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** of the company **COSTILLAS S.A.**, an Ecuadorian company whose main activity is construction as well as export, import and marketing of machinery and spares for agriculture, industry and construction.
- 8) Twenty one thousand (21,000) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, in the company **SERVICIOS EDUCATIVOS (SERVIDUCA S.A.)**, an Ecuadorian company whose main activity is to create and manage education centers for teaching and training of persons.
- 9) Two thousand four hundred and fifty (2,450) common and nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** in the company **CENTRO DE ESTUDIOS LOGOS S.A. (LOGOSA)**, an Ecuadorian company who engages mainly in teaching activities, education of individuals, creating and managing education centers of any sort and also the sale of uniforms and tailored clothes of any kind.

The General Assembly of Shareholders resolves, by a unanimous vote:

- 1) To approve the dissolution of the corporation **COLEMAN ASSOCIATED INC.** and to liquidate its assets
- 2) To approve the distribution of dividends from the corporation in favor of the shareholders, by virtue of and in proportion to the capital contribution of each.
- 3) To authorize **Mrs. Karina De Los Rios** to carry out all transactions required and proper as well as to sign on behalf of **COLEMAN ASSOCIATED INC.** any and all documents necessary and pertaining to the dissolution and liquidation of the company assets.

By virtue of the distribution, asset allocation to the shareholders shall be as follows:

- 1) The following assets shall be distributed to the company **ALKADER S.A.**:
 - a. Eight million seven hundred and eighty two thousand and one (8,782,001) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company **SALCDO INTERANTIONAL INTERSAL S.A.**
 - b. Fourteen thousand seven hundred (14,700) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company **INDUSTRIA AVICOLA EL LIDER S.A.**
 - c. Twenty nine thousand nine hundred and ninety nine (20,999) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, of the company **ECUADOR INTERNATIONAL S.A. (ESALCU)**.
 - d. Twenty thousand nine hundred and ninety nine (20,999) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company **COMERCIO GENERAL S.A. (COSALK)**.
 - e. One (1) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each, of the company **VAN CORD EMPRESAS S.A.**
 - f. Twenty one thousand seven hundred (21,700) nominative shares **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company **CARACOLI S.A.**

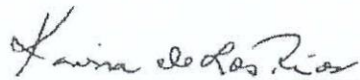
- g. Two thousand ninety eight point twenty five (2,098.25) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each of the company COSTILLAS S.A.
 - h. Fourteen thousand seven hundred (14,700) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA** each, of the company SERVICIOS EDUCATIVOS (SERVIDUCA S.A.).
 - i. One thousand seven hundred and fifteen (1,715) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each of the company CETRO DE ESTUDIOS LOGOS S.A.
- 2) The following assets shall be distributed to GUILLERMO ANTONIO SALCEDO BETANCOURT:
- a. One million eight hundred eighty one thousand nine hundred and eighty six (1,881,986) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company SALCEDO INTERNATIONAL INTERSAL S.A.
 - b. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company INDUSTRIA AVICOLA EL LIDER S.A.
 - c. Four thousand five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company ECUADOR INTERNATIONAL S.A. (ESALU).
 - d. Four thousand five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company COMERCIO GENERAL S.A. (COSALK)
 - e. Four thousand six hundred and fifty (4,650) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company CARACOLI S.A.
 - f. Four hundred and forty nine thousand, six hundred and twenty five (449,625) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company COSTILLAS S.A.
 - g. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company CENTRO DE ESTUDIOS LOGOS S.A.
- 3) The following assets shall be distributed to ROBERTO EDUARDO SALCEDO BETANCOURT:
- a. One million eight hundred eighty one thousand nine hundred and eighty six (1,881,986) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each belonging to the company SALCEDO INTERNATIONAL INTERSAL S.A.
 - b. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR (US\$0.04)** each belonging to the company INDUSTRIA AVICOLA EL LIDER S.A.
 - c. **DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company ECUADOR INTERNATIONAL S.A. (ESALU).
 - d. Four thousand and five hundred (4,500) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each of the company COMERCIO GENERAL S.A. (COSALK)

- e. Four thousand six hundred and forty nine (4,649) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company CARACOLI S.A.
- f. Four hundred and forty nine thousand, six hundred and twenty five (449,625) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company COSTILLAS S.A.
- g. Three thousand one hundred and fifty (3,150) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.04)** each in the company SERVICIOS EDUCATIVOS (SERVIDUCA S.A.)
- h. Three hundred and sixty eight (368) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each in the company CENTRO DE ESTUDIOS LOGOS S.A.

SECOND: Authorizing the Plan of Dissolution;

THIRD: Authorizing Morgan & Morgan Trust Corporation Belize Limited to perform any duties necessary to enable the dissolution of the Company in Belize, including appointing the liquidator.

There being nothing further to discuss, the Chairman declared a recess for drafting of this minute. Reinstated the session, this minute was read aloud to those present who approved it in all its parts and in testimony and acceptance thereof sign at the foot of the document, the meeting coming to an end at eleven hours on the same day.



KARINA DE LOS RIOS

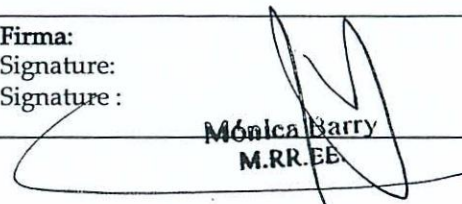
Proxyholder



APOSTILLE

(Convention de La Haye du 5 octobre 1961)



1. País Country / Pays :	República Oriental del Uruguay		
El presente documento público This public document / Le présent acte public			
2. ha sido firmado por has been signed by a été signé par	CRISTINA FRAGA CHAO		
3. quien actúa en calidad de acting in the capacity of agissant en qualité de	ASESOR III ESCRIBANO		
4. y está revestido del sello / timbre de bears the seal / stamp of est revêtu du sceau / timbre de	SCJ		
Certificado Certified / Attesté			
5. en at / à	Montevideo	6. el día the / le	3 de Junio de 2015
7. por by / par	Centro de Atención Ciudadana Ministerio de Relaciones Exteriores		
8. bajo el número Nº sous nº	00015039355025N		
9. Sello / timbre: Seal / stamp: Sceau / timbre :		10. Firma: Signature: Signature :	 Mónica Barry M.RR.EE

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CONSTANCIA**INSCRIPCIÓN EN EL REGISTRO ÚNICO TRIBUTARIO**

Empresas y otras entidades unipersonales o pluripersonales

6351

Versión 00

DGI
DIRECCIÓN
GENERAL
IMPOSITIVA

Denominación ALKADER S.A.	N° de RUT 217528350010
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N° de local 2	Tipo de local PRINCIPAL	Fecha de Inicio 09/03/2015
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Residente Si	Establecimiento permanente	Unidad Administrativa de Gestión MONTEVIDEO	Grupo NOCED
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Domicilio FISCAL

Departamento MONTEVIDEO	Localidad MONTEVIDEO			
Calle SORIANO	Nro. Puerta 1124	Bis	Nro. Ap.	Código Postal 11100

Domicilio CONSTITUIDO

Departamento MONTEVIDEO	Localidad MONTEVIDEO			
Calle SORIANO	Nro. Puerta 1124	Bis	Nro. Ap.	Código Postal 11100

Actos y Fechas de Vigencia

Acto INSCRIPCION	Fecha de vigencia 10/11/2014	Procedencia PRESENCIAL	Fecha de Presentación 27/11/2014
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Acto MODIFICACION	Fecha de vigencia 09/03/2015	Procedencia PRESENCIAL	Fecha de Presentación 12/03/2015
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Períodos de Actividad

Fecha de inicio/reinicio de actividades 10/11/14	Fecha de cancelación de actividades / /
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*Of the United States,
in Order to form a more perfect Union,
establish Justice, insure domestic Tranquility,
provide for the common defence,
promote the general Welfare, and secure
the Blessings of Liberty to ourselves
and our Posterity, do ordain and establish this
Constitution for the United States of America.*



SIGNATURE OF BEARER / SIGNATURE DU TITULAIRE / FIRMA DEL TITULAR

UNITED STATES OF AMERICA

Type/Type/Type / Code/Code/Code / Passport No. / No. du Passport / No. de Passport

P USA 477599070

Surname / Nom / Apellidos

SALCEDO JR

Given Names / Prénoms / Nombres

GUILLERMO ANTONIO

Nationality / Nationalité / Nacionalidad

UNITED STATES OF AMERICA

Date of birth / Date

01 Oct 1991

Place of birth / Lieu de naissance

FLORIDA, U.S.A.

Date of issue / Date de délivrance / Fecha de expedición

28 Mar 2011

Date of expiration / 18/11/2015

22 Mär 2021

Endorsements / Mentions Speciales / Anotaciones

SEE PAGE 27

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Authority / Autorité

United States

Department

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*Of the United States,
in Order to form a more perfect Union,
establish justice, insure domestic Tranquillity,
provide for the common defence,
promote the general Welfare, and secure
the Blessings of Liberty to ourselves and
our Posterity, do ordain and establish this
Constitution for the United States of America.*

SIGNATURE OF BEARER / SIGNATURE DU TITULAIRE / FIRMA DEL TITULAR

PASSPORT
PASSEPORT
PASAPORTE

UNITED STATES OF AMERICA

Type / Type / Type : Book Code / Code po : Passport No. / No. du Passeport / No. do Passaporto
P. : USA : 510463609

Surname / Nom / Apellido

SALCEDO

Given Names / Prénoms / Nombres

ROBERTO EDUARDO

Nationality / Nationalité / Nacionalidad
UNITED STATES OF AMERICA

UNITED STATES OF AMERICA
Date of birth / Date de naissance: (For U.S. residents)

08 Mar 1994

Place of birth / Lieu de naissance / Lugar de nacimiento

FLORIDA U.S.A.

Date of Issue / Data de delivrance / Fecha de expedición

15-Aug-2013

Date of expiration / Date d'expiration / Fecha de caducidad: _____

14 Aug 2023

Endorsements / Mencións Especiales / Anotaciones

SEE PAGE 27

Sex / Sexe / Sexo

M

Authority / Autorité / Autoridade

United States

Department of State

USA

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