

**SEÑOR INTENDENTE DE COMPAÑÍAS DE GUAYAQUIL:**

**PEDRO FRANCISCO ARCENTALES VARAS**, a nombre y en representación de la compañía **VAN CORD EMPRESAS S.A.** (**EXPEDIENTE # 47260**), portadora del RUC # 1791188012001, 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 1 acción ordinaria y nominativa de USD \$ 0.04, dentro del capital social de la compañía ecuatoriana denominada VAN CORD EMPRESAS 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 adjudicó la acción que ésta mantiene dentro del capital social de la compañía ecuatoriana denominada VAN CORD EMPRESAS 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 VAN CORD EMPRESAS S.A., en virtud de la liquidación de la sociedad COLEMAN ASSOCIATED 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,



**PEDRO FRANCISCO ARCENTALES VARAS**  
C.C. # 090641574-0



## 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

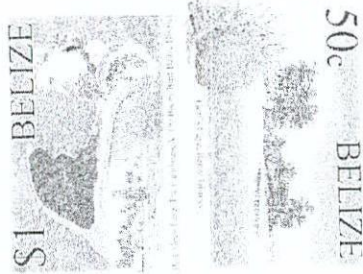
### CERTIFIED

5. At Belize City
6. On the November 20<sup>th</sup> 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."

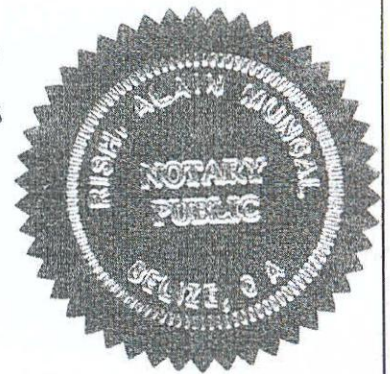


  
**Rishi Alain Mungal**

Notary Public

My Commission is for Life

Date: November 20<sup>th</sup> 2015



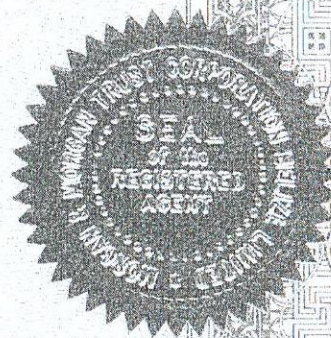
## CERTIFICADO DEL AGENTE REGISTRADO

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.

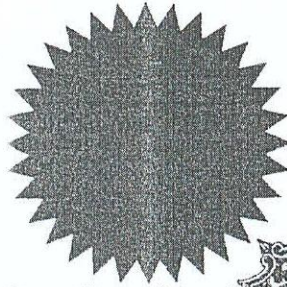
(A company incorporated under said Act) is dissolved with effect from the

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

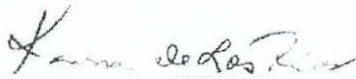
**DECLARATION TO LIQUIDATE AND DISSOLVE**

**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.**

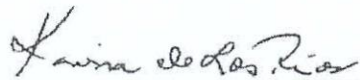
- g. Two thousand ninety eight point twenty five (2,098.25) nominative shares of **FORTY CENTS OF A DOLLAR OF THE UNITED STATES OF AMERICA (US\$0.40)** each of the company COSTILLAS S.A.
  - h. Fourteen thousand seven hundred (14,700) nominative shares of **FOUR CENTS OF A DOLLAR OF THE UNITED STATES 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**

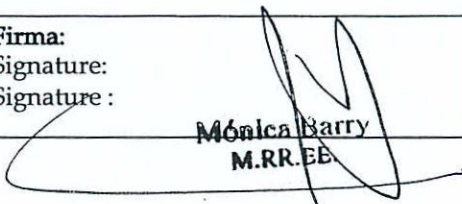
Proxyholder



# APOSTILLE

(Convention de La Haye du 5 octobre 1961)



|                                                                                                           |                                                                                     |                                         |                                                                                                                 |
|-----------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|
| 1. País<br>Country / Pays :                                                                               | República Oriental del Uruguay                                                      |                                         |                                                                                                                 |
| El presente documento público<br>This public document / Le présent acte public                            |                                                                                     |                                         |                                                                                                                 |
| 2. ha sido firmado por<br>has been signed by<br>a été signé par                                           | CRISTINA FRAGA CHAO                                                                 |                                         |                                                                                                                 |
| 3. quien actúa en calidad de<br>acting in the capacity of<br>agissant en qualité de                       | ASESOR III ESCRIBANO                                                                |                                         |                                                                                                                 |
| 4. y está revestido del sello / timbre de<br>bears the seal / stamp of<br>est revêtu du sceau / timbre de | SCJ                                                                                 |                                         |                                                                                                                 |
| Certificado<br>Certified / Attesté                                                                        |                                                                                     |                                         |                                                                                                                 |
| 5. en<br>at / à                                                                                           | Montevideo                                                                          | 6. el día<br>the / le                   | 3 de Junio de 2015                                                                                              |
| 7. por<br>by / par                                                                                        | Centro de Atención Ciudadana<br>Ministerio de Relaciones Exteriores                 |                                         |                                                                                                                 |
| 8. bajo el número<br>Nº<br>sous nº                                                                        | 00015039355025N                                                                     |                                         |                                                                                                                 |
| 9. Sello / timbre:<br>Seal / stamp:<br>Sceau / timbre :                                                   |  | 10. Firma:<br>Signature:<br>Signature : | <br>Mónica Barry<br>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<br>ALKADER S.A. | N° de RUT<br>217528350010 |
|------------------------------|---------------------------|

|                  |                            |                               |
|------------------|----------------------------|-------------------------------|
| N° de local<br>2 | Tipo de local<br>PRINCIPAL | Fecha de Inicio<br>09/03/2015 |
|------------------|----------------------------|-------------------------------|

|                 |                            |                                                |                 |
|-----------------|----------------------------|------------------------------------------------|-----------------|
| Residente<br>Si | Establecimiento permanente | Unidad Administrativa de Gestión<br>MONTEVIDEO | Grupo<br>NOCEDE |
|-----------------|----------------------------|------------------------------------------------|-----------------|

## Domicilio FISCAL

|                            |                         |                     |     |          |                        |
|----------------------------|-------------------------|---------------------|-----|----------|------------------------|
| Departamento<br>MONTEVIDEO | Localidad<br>MONTEVIDEO | Nro. Puerta<br>1124 | Bis | Nro. Ap. | Código Postal<br>11100 |
| Calle<br>SORIANO           |                         |                     |     |          |                        |

## Domicilio CONSTITUIDO

|                            |                         |                     |     |          |                        |
|----------------------------|-------------------------|---------------------|-----|----------|------------------------|
| Departamento<br>MONTEVIDEO | Localidad<br>MONTEVIDEO | Nro. Puerta<br>1124 | Bis | Nro. Ap. | Código Postal<br>11100 |
| Calle<br>SORIANO           |                         |                     |     |          |                        |

## Actos y Fechas de Vigencia

|                     |                                 |                           |                                     |
|---------------------|---------------------------------|---------------------------|-------------------------------------|
| Acto<br>INSCRIPCION | Fecha de vigencia<br>10/11/2014 | Procedencia<br>PRESENCIAL | Fecha de Presentación<br>27/11/2014 |
|---------------------|---------------------------------|---------------------------|-------------------------------------|

|                      |                                 |                           |                                     |
|----------------------|---------------------------------|---------------------------|-------------------------------------|
| Acto<br>MODIFICACION | Fecha de vigencia<br>09/03/2015 | Procedencia<br>PRESENCIAL | Fecha de Presentación<br>12/03/2015 |
|----------------------|---------------------------------|---------------------------|-------------------------------------|

## Períodos de Actividad

|                                                     |                                            |
|-----------------------------------------------------|--------------------------------------------|
| Fecha de inicio/reinicio de actividades<br>10/11/14 | Fecha de cancelación de actividades<br>/ / |
|-----------------------------------------------------|--------------------------------------------|

