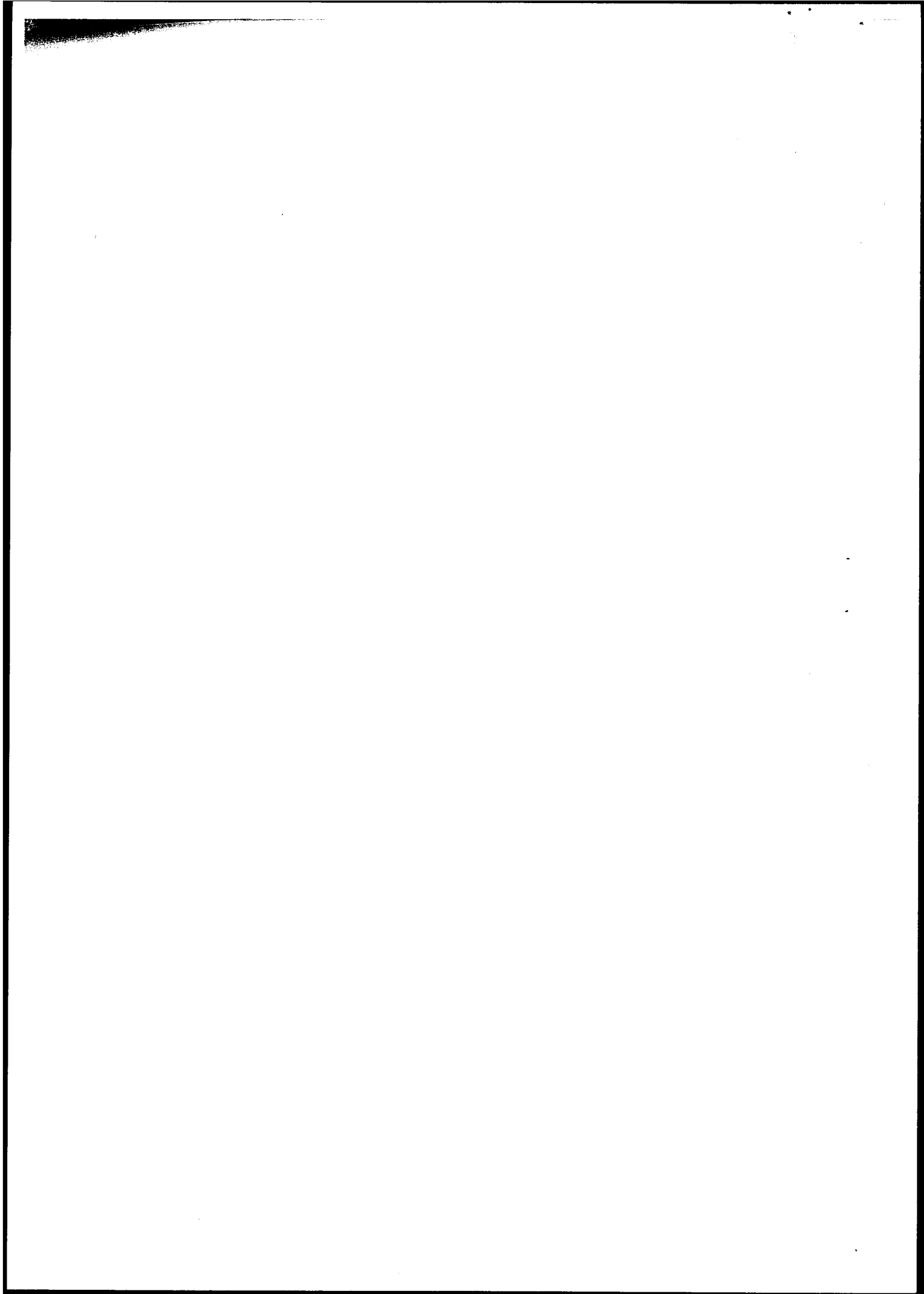


RQ.





POWER GIVEN BY
THE ENTERPRISE MODUS INTERNATIONAL (TWO
THOUSAND) INC.

IN FAVOR OF
MISTER EDUARDO RENE CRUZ FLORES

In the Island of Jersey, Channel Islands, today Tuesday Twentieth April of the year two thousand and ten, We Chaumont (Directors) Limited, as Sole Corporate Director, and representing Modus International (Two Thousand) Inc., as is shown by the enablers that are accompanied, in order to be able to carry out with the reforms introduced to the Law of Companies, contained in the Resolution SC.SG.G.cero nine.cero three, suscribed by the Superintendency of Companies, published in the Official Registry number sixty six, of november thirteen of two thousand and nine, which demands that a foreign legal entity (as MODUS INTERNATIONAL (TWO THOUSAND) INC is, which is a legal entity incorporated in Bahamas, with registry in the External Affairs Ministry, Nassau, Bahamas, with residency in House of Charlotte, 2nd floor, Bahamas, PO BOX 3950 - Nassau, Bahamas), that is a shareholder of an ecuadorian legal entity (as it is of the ecuadorian enterprise MODINTER S.A.), supports one or several proxies in Ecuador, the respondent, as commanding company MODUS INTERNATIONAL (TWO THOUSAND) INC., duly represented by the undersigned this power, freely and voluntarily, in the quality invoked, in full possession of his faculties, as representative of MODUS INTERNATIONAL (TWO THOUSAND) INC., designates as its Proxy in Ecuador, to Mister EDUARDO RENE CRUZ FLORES, from ecuadorian nationality, with residency in Quito, actually located in Avenue Francisco de Orellana No. Eighty (80), Urbanization Jardines del Este, second stage, Cumbayá, with identity card number one seven cero four four cero one one eight nine (170440118-9), in order that the mencionated Proxy represents MODUS INTERNATIONAL (TWO THOUSAND) INC., before any Public or Judicial Authority in the Republic of Ecuador, in every action needed in defense of the bussines interests and to accomplish the legal or reglamentary commands ordered by laws and regulations in Ecuador, specially, to execute the legal requirements of the Law of Companies and the Superintendency of Companies, this is answering or initiating



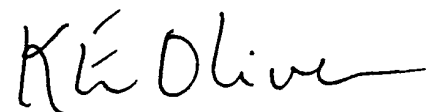
lawsuits. Accordingly, the commanding EDUARDO CRUZ FLORES appear before any Public or Private Authority of the Republic of Ecuador and can subscribe in the name of the Principal MODUS INTERNATIONAL (TWO THOUSAND) INC., any pleading, petition, demand that is necessary for defending the interests of the Principal, in the Republic of Ecuador, may designate procurators of the Principal in the person of an advocate, with the faculties content in the article number forty eight of the Civil Procedure Code.- In the exercise of his office, the Proxy will ensure the best interests of the Principal, incorporating in this Power the legal standards consistent in the Title Twenty-Seventh of the Fourth Book of the Ecuadorian Civil Code. For consistency in the granting of this Power, the respondent subscribes,

f) 

Name: James Samuel Colclough

REPRESENTATIVE OF

**Chaumont (Directors) Limited as Sole Corporate Director of
MODUS INTERNATIONAL (TWO THOUSAND) INC.**

f) 

Name: Karen Oliver

REPRESENTATIVE OF

**Chaumont (Directors) Limited as Sole Corporate Director of
MODUS INTERNATIONAL (TWO THOUSAND) INC.**

f) 

Name: Eduardo René Cruz Flores

Passport number: 1704401189

REPRESENTATIVE OF

MODUS INTERNATIONAL (TWO THOUSAND) INC.



**PODER
QUE OTORGA**



**LA EMPRESA MODUS INTERNATIONAL (TWO
THOUSAND) INC**

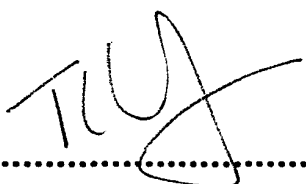
A FAVOR DEL SEÑOR

EDUARDO RENE CRUZ FLORES

En la Isla de Jersey, Channel Islands, hoy día Martes Veinte de Abril del año dos mil diez, **Nosotros**, Chaumont (Directores) Limited, como Unico Director Corporativo, y en representación de **MODUS INTERNATIONAL (TWO THOUSAND) INC.**, conforme se demuestra con los habilitantes que se acompañan, con el fin de poder cumplir con las reformas introducidas a la ley de Compañías, contenidas en la Resolución SC.SG.G.cero nueve.cero tres, emitida por la Superintendencia de Compañías, publicada en el registro oficial número sesenta y seis de trece de noviembre del dos mil nueve, que exige que una persona jurídica extranjera (como lo es MODUS INTERNATIONAL (TWO THOUSAND) INC, que es una persona jurídica constituida en Bahamas, con registro en el Ministerio de Asuntos Exteriores, Nassau, Bahamas, con domicilio en Casa Charlotte, 2do piso, Bahamas. PO BOX 3950- Nassau, Bahamas), que sea accionista de una persona jurídica ecuatoriana (como lo es respecto de la empresa de nacionalidad ecuatoriana MODINTER S.A.), mantenga uno o varios Apoderados en Ecuador, la compareciente, como empresa mandante MODUS INTERNATIONAL (TWO THOUSAND) INC., debidamente representada por quien suscribe este Poder, libre y voluntariamente, en la calidad invocada, en pleno uso de sus facultades, **tiene a bien a nombre de MODUS INTERNATIONAL (TWO THOUSAND) INC., designar como su Apoderado en Ecuador al Señor EDUARDO RENE CRUZ FLORES**, de nacionalidad Ecuatoriana, domiciliado en Quito, a la fecha en la Avenida Francisco de Orellana # 80, Urbanización Jardines del Este, segunda etapa, Cumbayá, portador de la cédula de identidad ecuatoriana número 170440118-9, con el fin de que dicho Apoderado represente en Ecuador a MODUS INTERNATIONAL (TWO THOUSAND) INC., ante cualquier Autoridad Pública o Judicial de la República del Ecuador, en todo cuanto fuere necesario hacerlo, para la defensa de sus intereses empresariales y para cumplir los mandatos legales o reglamentarios emanados de las leyes y reglamentos en Ecuador, de manera especial, para cumplir las vigentes exigencias legales de la Ley



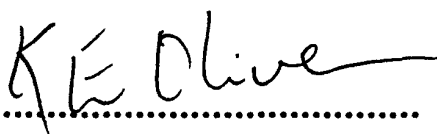
de Compañías y de la Superintendencia de Compañías, ya sea contestando demandas o proponiéndolas. En consecuencia, el mandatario EDUARDO CRUZ FLORES comparecerá ante cualquier Autoridad Pública o Privada de la República del Ecuador y puede suscribir a nombre de la mandante MODUS INTERNATIONAL (TWO THOUSAND) INC. todo escrito, petición, demanda que fuere necesario para la defensa de los intereses de la mandante, en esta República del Ecuador, pudiendo designar Procuradores Judiciales de la mandante en la persona de un Abogado, con las facultades contenidas en el artículo cuarenta y ocho del Código de Procedimiento Civil.- En el ejercicio del mandato, el mandatario velará por los mejores intereses de la mandante, entendiéndose incorporado a este Poder las normas legales constantes en el título vigésimo séptimo, del libro cuarto, del Código Civil Ecuatoriano. Para constancia en el otorgamiento de este Poder, firma el compareciente,

f) 

Nombre: James Samuel Colclough

REPRESENTATIVE OF

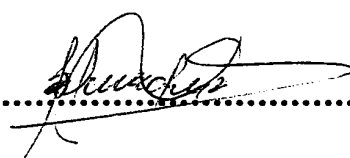
**Chaumont (Directors) Limited as Sole Corporate Director of
MODUS INTERNATIONAL (TWO THOUSAND) INC.**

f) 

Nombre: Karen Oliver

REPRESENTATIVE OF

**Chaumont (Directors) Limited as Sole Corporate Director of
MODUS INTERNATIONAL (TWO THOUSAND) INC.**

f) 



Nombre: Eduardo René Cruz Flores

Pasaporte número 1704401189

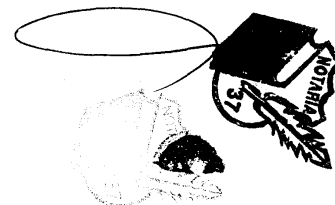
REPRESENTANTE DE

MODUS INTERNATIONAL (TWO THOUSAND) INC.

Register of Directors

Company: **MODUS INTERNATIONAL (TWO THOUSAND) INC**

Name and Christian Names:	Chaumont (Directors) Limited	Nationality:		Date of birth:	
Any former names:	Montblanc (Directors) Limited	Incorp. No./Passport			
Usual residential address or registered or principle office of corporation:	Sir Walter Raleigh House 48-50 Esplanade St. Helier JE1 4HH Jersey				
Business occupation:		Date of appointment:	20 November 2009		
		Date of resignation:			



APOSTILLE

(Hague Convention of 5 October 1961/Convention de La Haye du 5 octobre 1961)

BAILIWICK OF JERSEY

1. Country: Jersey, Channel Islands
Pays: Jersey, Îles de la Manche.

This public document/ Le présent acte public

2. Has been signed by **J N F HAWGOOD**
A été signé par

3. Acting in the capacity of **NOTARY PUBLIC**
Agissant en qualité de

4. Bears the seal/stamp of **THE SAID NOTARY PUBLIC**
Est revêtu du sceau/timbre de
Certified/Attesté

5. At St. Helier/à St. Helier 6 the/le **21 APR 2010**

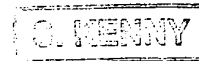
7. By Her Britannic Majesty's Lieutenant Governor of Jersey/
Par le Lieutenant Gouverneur de Sa Majesté Britannique à Jersey

8. Number/sous No. **JYG 53436**

9. Stamp:
Timbre:

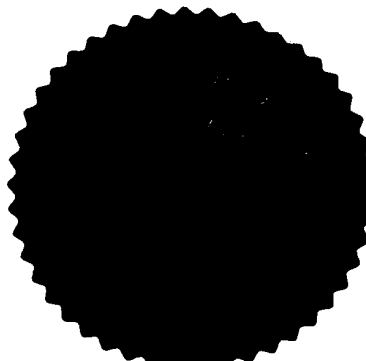


10 Signature:



For the Lieutenant Governor of Jersey/
Pour le Lieutenant Gouverneur de Jersey

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961, it should be sent to the consular section of the mission representing that country.



ST. HELIER
JERSEY
BRITISH CHANNEL ISLANDS

Wednesday, April 21, 2010

I, **JASON NICHOLAS FAITH HAWGOOD**, Notary Public in and for the Island of Jersey
HEREBY CERTIFY that I know or have satisfactory evidence that
JAMES SAMUEL COLCLOUGH and
KAREN EVADNEY OLIVER have personally signed the attached
for the uses and purposes mentioned in the instrument having done so as
representatives of **Chaumont (Directors) Limited**

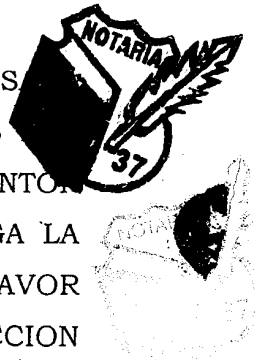
GIVEN at St. Helier, on the day and year above-written under my hand and official seal.

Notary Public
3rd Floor, Mielles House, La rue des Mielles, St. Helier, Jersey, JE2 3QD, Channel Islands

My faculty endures for life

10/00139

.....ZON DE PROTOCOLIZACION: A PETICIÓN DE PARTE INTERES
PROTOCOLIZO EN EL REGISTRO DE ESCRITURAS PUBLICAS
PRESENTE AÑO DE LA NOTARIA TRIGÉSIMA SÉPTIMA DEL CANTON
QUITO ACTUALMENTE A MI CARGO; PODER QUE OTORGA LA
EMPRESA MODUS INTERNATIONAL (TWO THOUSAND) INC A FAVOR
DEL SEÑOR EDUARDO RENE CRUZ FLORES. Y SU TRADUCCION
AL IDIOMA CASTELLANO TODO LO CUAL CONSTA EN OCHO
FOJA(S) UTIL(ES) Y CON ESTA FECHA QUITO, A CINCO DE MAYO
DEL DOS MIL DIEZ.



EL NOTARIO
Roberto Dueñas Mera
NOTARIA TRIGESIMA SÉPTIMA
Dr. Roberto Dueñas Mera
Quito - Ecuador

SE PROTOCOLIZO EN ESTA NOTARIA, Y EN FE DE ELLO CONFIERO
ESTA **SEPTIMA** COPIA CERTIFICADA, DE LA PROTOCOLIZACION DE
PODER QUE OTORGA LA EMPRESA MODUS INTERNATIONAL (TWO
THOUSAND) INC A FAVOR DEL SEÑOR EDUARDO RENE CRUZ
FLORES Y SU TRADUCCION AL IDIOMA CASTELLANO.-
DEBIDAMENTE SELLADA Y FIRMADA EN QUITO A, DIECISEIS (16) DE
JUNIO DEL AÑO DOS MIL ONCE.

EL NOTARIO
Dr. Miguel Ángel...
Notario Trigesima Séptima - Quito - Ecuador

