

Quito, a 25 de Marzo de 2010

JEM.

Prot. N° 384

**PROTOCOLIZACION DEL
PODER ESPECIAL**

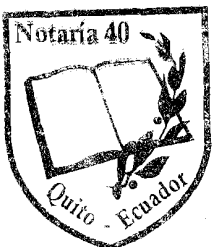
**QUE OTORGA
LEX GALAPAGOS PARTNERS II LLC.**

**A FAVOR DEL DR.
ERNESTO GUARDERAS IZQUIERDO**

CUANTÍA: INDETERMINADA

(DI: 3ª;

COPIAS)



Dr. Oswaldo Mejía Espinosa

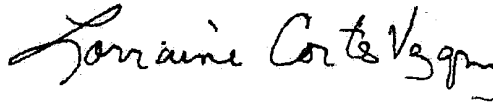
Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America
- This public document
2. has been signed by **Norman Goodman**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the county of **New York**

Certified

5. At New York, New York
6. the 18th day of March 2010
7. by Secretary of State, State of New York
8. No. NYC-10421179B
9. Seal/Stamp
10. Signature



Lorraine Cortés-Vázquez
Secretary of State



Dr. Oswaldo Mejía Espinosa

SPECIAL POWER OF ATTORNEY

The undersigned, LEX GALAPAGOS PARTNERS II, LLC, a corporation incorporated under the laws of the State of Nevada, United States of America, with offices in New York, New York, U.S.A., hereby appoints Dr. Ernesto Guarderas-Izquierdo of Quito, Ecuador, as his attorney in fact with enough powers to:

1. Answer claims and fulfill with the corresponding obligations, in accordance with article six, first paragraph of the Codified Companies Law published in Official Registry three hundred and twelve (312) of November five, nineteen ninety nine. The attorney in fact shall not, under any circumstances, be held responsible for the obligations of the foreign company which he represents, in accordance with article 6 last paragraph added by the Reformatory Law of the Companies Law, published in Official Registry five hundred and ninety one (591) of May fifteen, two thousand and nine.

The attorney in fact may substitute this power of attorney.

LEX GALAPAGOS PARTNERS I, LLC, by:

Signature: _____

Signed By: Juan Flaim

Date: _____

STATE OF NEW YORK COUNTY OF NEW YORK

On this 17 day of March, 2010 before me came Juan Flaim to me know to be the individual described in and who executed the foregoing instrument, and acknowledged that he executed the same.

Notary Public

Lisa M Hagerman
Notary Public, State of New York
No: 01HA4967184
Qualified in New York County
Commission Expires **AUGUST 2, 2010**

PODER ESPECIAL

La suscrita LEX GALAPAGOS PARTNERS II, LLC, una sociedad organizada bajo las leyes del Estado de Nevada, Estados Unidos de América, con oficinas en New York, New York, U.S.A., por el presente designa al Dr. Ernesto Guarderas-Izquierdo de Quito, Ecuador, como su apoderado con amplios poderes para:

1. Contestar demandas y cumplir con las obligaciones respectivas, conforme el artículo seis inciso primero de la Ley de Compañías Codificada, publicada en el Registro Oficial trescientos doce (312) de cinco de noviembre de mil novecientos noventa y nueve. El apoderado no será por ningún motivo personalmente responsable de las obligaciones de la compañía extranjera a la cual representan, de conformidad con el artículo 6 inciso último añadido por la Ley Reformativa a la Ley de Compañías, publicada en el Registro Oficial quinientos noventa y uno (591) de quince de mayo de dos mil nueve.

El apoderado podrá sustituir este poder.

LEX GALAPAGOS PARTNERS I, LLC, por:

Firma: _____

Firmado Por: Juan Flaim

Fecha: _____

SPECIAL POWER OF ATTORNEY

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The attorney in fact may substitute this power of attorney.

LEX GALAPAGOS PARTNERS I, LLC, by:

Signature: _____

Signed By: Juan Flaim

Date: _____

STATE OF NEW YORK COUNTY OF NEW YORK

On this 17 day of March, 2010 before me came Juan Flaim to me know to be the individual

State of New York } ss.:
County of New York, }

I, NORMAN GOODMAN, County Clerk and Clerk of the Supreme Court of the State of New York, in and for the County of New York, a Court of Record, having by law a seal, DO HEREBY CERTIFY pursuant to the Executive Law of the State of New York, that

whose name is subscribed to the annexed affidavit, deposition, certificate of acknowledgment or proof, was at the time of taking the same a NOTARY PUBLIC in and for the State of New York duly commissioned, sworn and qualified to act as such; that pursuant to law, a commission or a certificate of his official character, with his autograph signature has been filed in my office; that at the time of taking such proof, acknowledgment or oath, he was duly authorized to take the same; that I am well acquainted with the handwriting of such NOTARY PUBLIC or have compared the signature on the annexed instrument with his autograph signature deposited in my office, and I believe that such signature is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand affixed my official seal this



Dr. Oswaldo Mejia Espinosa

PODER ESPECIAL

La suscrita LEX GALAPAGOS PARTNERS II, LLC, una sociedad organizada bajo las leyes del Estado de Nevada, Estados Unidos de América, con oficinas en New York, New York, U.S.A., por el presente designa al Dr. Ernesto Guarderas-Izquierdo de Quito, Ecuador, como su apoderado con amplios poderes para:

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El apoderado podrá sustituir este poder.

LEX GALAPAGOS PARTNERS I, LLC, por:

Firma: _____

Firmado Por: Juan Flaim

Fecha: _____

767440 Form 1

County Clerk and Clerk of the Supreme Court, New York County

ZÓN DE PROTOCOLIZACIÓN: A petición del doctor Alfredo Gallegos Banderas, el día de hoy en tres fojas útiles y en los registros de escrituras públicas de la Notaria Cuadragésima del Cantón Quito a mi cargo, protocolizo el Documento, que antecede.- Quito, veinticinco de Marzo del dos mil diez.-

Dr. Oswaldo Mejía Espinosa.,
NOTARIO CUADRAGESIMO DEL CANTÓN QUITO

Se protocolizó ante mí, en fe de ello confiero esta **PRIMERA COPIA CERTIFICADA**, firmada y sellada en Quito, veinticinco días del mes de Marzo de dos mil diez.-



Dr. Oswaldo Mejía Espinosa

Dr. Oswaldo Mejía Espinosa.,
NOTARIO CUADRAGESIMO DEL CANTÓN QUITO.

