



9411

ESCANEAR  
16/IV/2007  
17h.



Machachi, 2 de Abril de 2007

Doctor:  
Francisco Arellano  
**SUPERINTENDENCIA DE COMPAÑIAS**  
Quito


\$ 1.00

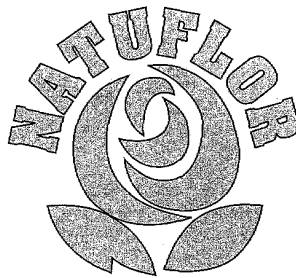
Señor Superintendente:

En cumplimiento a las disposiciones de la Ley de Compañías notifico a usted sobre la transferencia de acciones de NATUFLORES S.A. que realiza la Señora EUNICE CORRIERE VIUDA DE SAA, conforme consta en el original de la carta que adjuntamos para su conocimiento y fines consiguientes.

Cordialmente,

Miguel Ponce P.  
*Presidente Ejecutivo*  
Natuflor S.A.

Transferencia registrada en  
el sistema  
 03/04/2007



TN° 9411  
4/abril/2007.

Machachi, 2 de Abril de 2007

Doctora:  
Marlene Flores  
**Directora del Registro de Sociedades**  
**SUPERINTENDENCIA DE COMPAÑIAS**  
Quito


Adjunto a la presente envío la siguiente información de la cesión de acciones realizada por los señores accionistas de NATUFLORES S.A. de acuerdo al siguiente detalle para su respectivo registro:

Cedente: Eunice Corriere Viuda de Saa  
Cesionario: Monorfield Overseas Inc.

Se adjunta copia de la comunicación de cesión para sus soportes.

Adjunto también copia del Poder General por parte de Monorfield Overseas Inc. A favor de los señores Augusto A. Saa Corriere, Rosa M. Saa Corriere y Maria del Carmen Saa Corriere y de las cédulas de identidad de la cedente y los apoderados de la cesionaria.

Cordialmente,

  
Santiago Reyes  
**Gerente Administrativo Financiero**  
**Natuflores S.A.**

Quito, Febrero 5 de 2.007.

TN° 9411  
14/abril/2007.

Señor.  
Representante Legal.  
NATUFLOR S.A.  
Ciudad.

De nuestras consideraciones.

Mediante la presente comunicamos que con esta fecha se ha cedido la cantidad de 196.178 acciones ordinarias y nominativas de un dólar cada una, de esta compañía, a favor de la compañía **MANORFIELD INVESTMENTS LTD.**, según se detalla a continuación.

TITULO NUMERO.	NO. ACCIONES.	NUMERACION.
23	196.178	551.754 al 711.148. y del 1.557.170 al 1.593.952

Conforme con lo dispuesto en el Art. 189 de la Ley de Compañías, sirvase inscribir la expresada transferencia en el libro de Acciones y Accionistas de la Compañía.

Se deja constancia que la presente transferencia se la realiza con la cesión de todos los derechos y beneficios a la fecha, incluyendo los correspondientes al ejercicio económico del año 2.006.

Para constancia suscribimos conjuntamente Cedente y Cesionario.

Muy atentamente,

**CEDENTE**

*Eunice Corriere Vda. de Saa*

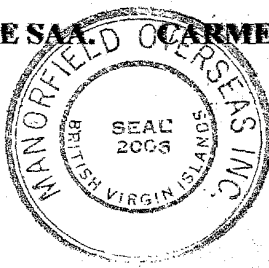
**CESIONARIO**

**MANORFIELD OVERSEAS LTD.**

*M. del Carmen Saa C. Augusto Saa C.*

**EUNICE CORRIERE VDA. DE SAA**

**CARMEN SAA C. AUGUSTO SAA C.  
APODERADOS.**



NOTARIA TRIGESIMA SEGUNDA DE QUITO  
En aplicación de la Ley Notarial 2001 es  
que la foto copia que acompaña es igual  
al documento que me fue presentado  
en: \_\_\_\_\_ folios (s) útiles (s)

Quito, a 3 ABR. 2007



**DR. RAMIRO DAVILA SILVA**  
NOTARIO TRIGESIMO SEGUNDO DE QUITO

TN<sup>o</sup> 9411  
4/abril/2007

## POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that **MANORFIELD OVERSEAS INC. - IBC No.1029865**, a company duly incorporated and existing under the laws of the British Virgin Islands, with its registered domicile in P.O. Box 3174, Road Town, Tortola, British Virgin Islands (hereinafter called "the Grantor"), DO HEREBY grant a Power of Attorney, in favour of **Augusto Alejandro Saa Corriere** of Avda. Coruña 2060, Casa B, Quito, Ecuador, identified herein as the holder of passport number DD 01.116; **Rosa María Saa Corriere** of Avda. Gonzalez Suarez 1222, Edif. Saturno, Piso 6, Quito Ecuador, identified as the holder of passport number 1704607140; and **María del Carmen Saa Corriere** of Coruña 2060, Casa B, Quito, Ecuador, identified as the holder of passport number 1702744796 (the "Attorneys") to do the following acts and things in the name of and behalf of the Grantor:

1. Subject to the laws of the British Virgin Islands and to the memorandum and articles of association of the Grantor, to transact, manage, carry on, and do all and every business matters and things requisite and necessary, or in any manner connected with or having reference to the business and affairs of the company in any part of the world and for such purposes to conduct all correspondence appertaining to such business and affairs of the Grantor.

2. To perform all the duties of the board of directors and the general administration of all the businesses of the Grantor in any part of the world and of all that may pertain thereto, including all its assets and properties, whether real or personal, movable or immovable, with such general and special authority pertaining to principal and supplementary matters, as may be necessary, being empowered to collect and receive all kinds of products, prices, installments, rents, income, and profits and any sums of money and other such amounts, benefits, effects, securities, and emoluments as may belong to the Grantor under any title or for any reason, present or future.-

3. To purchase real or personal property and real and personal property rights for the Grantor and to freely sell those presently owned by it or in the future, either for cash or by installment, or for any other consideration, and to stipulate such clauses and terms of payment and other clauses and conditions as the Attorney deems appropriate; to lease or rent, as lessor or lessee, property for and of the Grantor, for any period of time, with the authority to freely lease or agree to the registration or non-registration of such leases or contracts in the appropriate registries; evict the tenants or lessees and rescind or request the rescission of such leases or contracts as may have been executed relating to the property of the Grantor.-

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4. To purchase for the Grantor, at public auction, judicially or extra-judicially, or at exchanges or other brokerage establishments, or otherwise form any other person or entity all kinds of property and rights, for the consideration and on the terms the Attorney may deem appropriate; being empowered to acquire and purchase, in that manner or otherwise, shares of stock, participating shares, bonds, coupons, mortgages, obligations, securities, promissory notes, drafts, acceptances, bills of exchange and evidences of indebtedness issued or created by other corporate companies or associations, whether public, private, or municipal, or of any other corporate entity, or issued by any state, province, municipality, city, or political subdivision of any country.-

5. To open a checking account, a saving account and any other accounts, in the name of the Grantor, with banks, firms, private persons, or other entities being authorized to take and accept all kinds of deposits therein, as well as to withdraw, without any limitation as to amount, all funds appearing in the name of the Grantor in any banks, firms, private parties, or other entities by means of orders for payment or checks being authorized for that purpose and any other purpose, to draw and issue all kinds of orders for payment or checks and to draw, accept, protest, and pay bills of exchange, drafts, orders for payment, checks, promissory notes, and other orders for the payment of money, as well as all kinds of negotiable or transferable instruments.-

6. To perform all such acts and sign and execute all such contracts and documents of any kind as may be necessary in order to carry on the business of investment, agency, shipping, importation, exportation, insurance, banking and any other business in which the Grantor engages in or may engage in.-

7. To lend or borrow any amounts in currency or fungible goods, with or without interest, with authority to agree to and establish, on property of the Grantor, such mortgages, pledges or any other kind of security as the Attorney may deem appropriate, and to transfer, assign, and accept the security which may be established in favor of the corporation, with authority to assign, postpone, extend, modify, subrogate, pay and or consent to the assignment, postponement, extension, modification, subrogation, payment and cancellation of any other security.-

8. To enter into, execute and perform all such agreements and contracts as may be necessary for the financing of other enterprises, and also to organize, constitute, reorganize, and assist financially or otherwise any corporations, partnerships, unions, regular collective corporations, and associations of all kinds; and also to enter into, execute and perform all such agreements and contracts as may be necessary in order to

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underwrite, subscribe and endorse bonds, shares of stock, securities, obligations, promissory notes or certificates of indebtedness of any company, entity, corporation, syndicate, partnership, or associations.-

9. To file all kinds of declarations, requests or petitions before financial or fiscal authorities, to pay contributions, taxes, fees and appointments of all kinds, whose payment is to be made by the Grantor, as well as annuities, mortgages and other encumbrances and liabilities on properties belonging to the Grantor, totally or partially.-

10. To open offices for the Grantor in any part of the world and to appoint, remove, suspend, discharge and dismiss all kinds of employees and fix their salaries and remuneration.-

11. To confer and execute judicial powers of attorney and powers of attorney for lawsuits, general or special, in favor of attorneys, solicitors or agents, with such authority as the Attorney may deem appropriate, and to revoke those which the Attorney may have conferred; provided that, without prejudice to this authority, the Attorney, in fact may exercise directly, or otherwise delegate to others, the legal representation of the Grantor, appearing or becoming parties to, on its behalf all kinds of suits or proceedings, matters and actions, whether civil, criminal, administrative, or contentious-administrative, in which the Grantor may have an interest, either as defendant, plaintiff, respondent, intervener, creditor, or complainant, accused or accuser in criminal cases, or in any other capacity, with authority, for such purposes, to appear before all kinds of courts, tribunals, and judicial officers or bodies of any state, province, or municipality or of any political subdivision of any country; with authority likewise to exercise said representation, in the name of the Grantor, before any and all of the offices and departments of the Executive and Legislative Branches of any jurisdiction, state, province, municipality, or political subdivision of any country, having power to revoke these Powers of Attorney.-

12. To sell, exchange, transfer, pledge, mortgage, to give in antichresis or trust and in general, to dispose of or to encumber in any manner any property of the Grantor, whether movable or immovable, corporeal or incorporeal, as well as to guarantee the obligations of third parties.

13. The Powers hereby granted to the Attorney by the Grantor shall endure and be irrevocable for an indefinite period until the Powers are duly revoked by the Grantor by means of any other instrument.

TN° = 9411  
4/abril/2007

151 REPUBLICA de PANAMA  
1243 \* TIMBRE NACIONAL \*  
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P.B. 1061

The Grantor hereby ratifies and confirms and agrees to ratify and confirm whatsoever the Attorney shall do or propose to do by virtue of this Power of Attorney including in such confirmation whatever shall be done between the time of revocation of this Power of Attorney and the time the revocation is known to the said attorney.

The Power of Attorney shall be governed by and construed in accordance with the laws of the British Virgin Islands.

DATED the 27th day of January 2007.

IN WITNESS WHEREOF the  
Common Seal of  
**MANORFIELD OVERSEAS INC.**  
was hereunto affixed  
in the presence of:

  
Oriel Kemmion

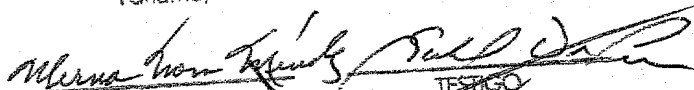
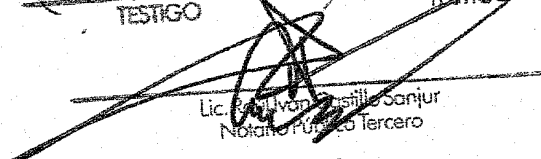
DATED: 27th day of January, 2007.

Yo, Lic. Raúl Iván Castillo Sanjur, Notario Público Tercero de  
Circuito de Panamá, con cédula No. 4-157-725

CERTIFICO:

Que dada la certeza de la identidad de (las) persona(s) que  
firmó(firmaron) el presente documento, su(s) firma(s) es(son)  
auténtica(s) (ART 1736 C.C. Art. 835 C.I.)

Panamá, 06 FEB. 2007

  
TESTIGO TESTIGO  
  
Lic. Raúl Iván Castillo Sanjur  
Notario Público Tercero

35-B

TN° = 9411  
04/abril/2007.

El infrascrito funcionario de  
Legalizaciones del Ministerio de  
Relaciones Exteriores debidamente autorizado  
para este acto



CERTIFICA:

Que la firma que antecede y que dice:

RAUL IVAN CASTILLO SANJUR

es auténtica del funcionario que el día 5  
de FEBRERO año 2007  
ejercía el cargo de NOTARIO PUBLICO TERCERO  
DEL CIRCUITO DE PANAMA

Panamá 6 de FEBRERO año 2007  
132455/B Autenticación N° 35/MC

Firma del funcionario

*Jorge P. Torregroza*

Firma Autorizada

DEPARTAMENTO DE AUTENTICACIÓN Y LEGALIZACIÓN  
MINISTERIO DE RELACIONES EXTERIORES

Este Ministerio no asume responsabilidad en cuanto al contenido  
del documento.

Panamá,  
*Fernando Altamirano B.*  
Fernando Altamirano B.  
Encargado  
De Las Funciones Consulares  
(La presente Autenticación no se refiere al contenido  
del presente documento, sobre cuyo texto no asume  
responsabilidad alguna este Consulado).

DENTIDAD

170355377-4

EUNILE CORRIERE VALDEZ  
8 DE SEPTIEMBRE DE 1.929  
VALPARAISO CHILE  
EXT. ... 70656

QUITO PICHINCHA 1.941 DEXT.

*Eunile de S.*



CHILENA  
C/C AUGUSTO SAA  
SECUNDARIA  
ANTONIO CORRIERE  
BERTHA VALDEZ  
QUITO 1.991. 39- 30  
HASTA MUERTE D SU TITULAR sp

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Q/ DOMESTICOS

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TN° = 9411  
04/abril/2007.

REPUBLICA DEL ECUADOR  
DIRECCION GENERAL DE REGISTRO CIVIL  
IDENTIFICACION Y CREDENCIAL  
CIUDADANIA No. 170274477-0  
SAA CORRIERE MARIA DEL CARMEN  
PICHINCHA/QUITO/SONIALEZ SUAREZ  
05 ABRIL 1951  
065- 0479 03223 F  
PICHINCHA/QUITO  
SONIALEZ SUAREZ 1951



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