



# The State of Texas

Secretary of State

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## APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America
2. This public document has been signed by PAM DAVIS
3. acting in the capacity of Notary Public, State of Texas
4. and bears the seal/stamp of PAM DAVIS, Notary Public, State of Texas,  
Commission Expires: 08-15-13

## CERTIFIED

5. at Austin, Texas
6. on December 23, 2010
7. by the Secretary of State of Texas
8. Certificate No. N-779194
9. Seal
10. Signature:

A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State  
ST/MR



Dr. Oswaldo Mejía Espinoza

**WEUS HOLDING, INC.**

**CERTIFICATE OF ASSISTANT SECRETARY**

I, Scott H. Brown, Assistant Secretary of WEUS Holding, Inc., a Delaware corporation (the "Company"), do hereby certify that I am the duly elected and qualified Assistant Secretary of the Company, that I have access to the records of the Company, and I am authorized to execute this certificate.

I do hereby certify that attached hereto as Exhibit A is a true and correct copy of an excerpt of the resolutions adopted by a Written Consent of the Sole Director dated August 2, 2010, and that said resolutions remain in full force and effect as at the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Company this 22<sup>nd</sup> day of December 2010.



Scott H. Brown  
Assistant Secretary

STATE OF TEXAS §

COUNTY OF HARRIS §

Before me, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Scott H. Brown, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said entity, and that he has executed the same as the act of such entity for the purposes and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office, this 22<sup>nd</sup> day of December 2010.



Pam Davis  
Notary Public in and for Harris County, Texas



46604

Dr. Oswaldo Mejia Espinos

**WEUS HOLDING, INC.**

**Resolutions Adopted By  
The Sole Director  
August 2, 2010**

**ANNUAL ELECTION OF OFFICERS**

**RESOLVED**, that the Board of Directors hereby removes all of the existing officers of the Company from their respective offices and hereby elects the following individuals to the office or offices of the Company set forth opposite their respective names until their respective successors are elected and qualified or until their earlier resignation, removal or death:

<u>Name</u>	<u>Office</u>
Joseph C. Henry	President and Secretary
Peter T. Fontana	Senior Vice President
Scott H. Brown	Assistant Secretary

**RESOLVED**, that any and all actions taken by or on behalf of the director or officers of the Company prior to the adoption of these resolutions which are within the authority conferred hereby are in all respects authorized, adopted, ratified, confirmed and approved.



Dr. Oswaldo Mejia Espinosa

RAZON: De conformidad con el numeral cinco del Artículo dieciocho de la Ley Notarial doy fe que las COPIAS FOTOSTATICAS que anteceden, SELLADAS Y FIRMADAS por m. es reproducción exacta del ORIGINAL que he tenido a la vista 3  
Quito, 18 ABE 2011

**DR. OSWALDO MEJIA ESPINOSA**  
NOTARIO CUADRAGESIMO DEL CANTON QUITO