

Delaware

The First State

PAGE



I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENERGY AND FUEL HOLDINGS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF MARCH, A.D. 2011.

De Conformidad con el numeral 5 del articulo 18 de la vigencia ley notarial, doy fe que la fotoscopia que consta

de 1 foja(a) es exacta al documento que me fue exhibido.

Guayaquil, 11 MAYO 2011

Dra. Roxana Ugoletti de Portaluppi
Notaria Vigésima Sexta



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You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8602607

DATE: 03-04-11

Apostille

(Convention de La Haye du 5 Octobre 1961)



1. Country: United States of America

This public document:

2. has been signed by Jeffrey W. Bullock

3. acting in the capacity of Secretary of State of Delaware

4. bears the seal/stamp of Office of Secretary of State

Certified

5. at Dover, Delaware

6. the fourth day of March, A.D. 2011

7. by Secretary of State, Delaware Department of State

8. No. 0436349

9. Seal/Stamp:



10. Signature:

[Handwritten signature]

La ~~Secretaria~~ **Secretaria** of State al 5 del
artículo 18 de la vigencia ley notarial,
doy fe que la fotocopia que consta

de..... foja(a) es exacta al
documento que me fue exhibido.

Guayaquil,.....**11 MAYO 2011**..

[Handwritten signature]

Dra. Roxana Ugolotti de Portaluppi
Notaria Vigésima Sexta



SECRETARY'S CERTIFICATE

The undersigned, Bryan Keenan, Assistant Secretary of **ENERGY AND FUEL HOLDINGS LLC**,
a Delaware limited liability company (the "Company"), hereby certifies:

- 1) That Maria Del Rosario Escobar, holder of Ecuadorian Passport number
0905312831 and domiciled at Ecuador, is the Manager of the Company.
- 2) That Maria Del Rosario Escobar, holder of Ecuadorian Passport number
0905312831 and domiciled at Ecuador, is the duly and qualified President of the
Company.
- 3) That the aforementioned officers have the power to manage the day-to-day
operations of the Company.
- 4) That the assistant Secretary is familiar with the matters certified and is authorized
to execute and deliver this certificate.

IN WITNESS WHEREOF, the undersigned has signed, sealed and delivered this Certificate
this 22nd day of February, 2011.

Bryan Keenan
Assistant Secretary

De Conformidad con el numeral 5 del
artículo 18 de la vigencia ley notarial,
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documento que me fue exhibido.

Guayaquil, 11 MAYO 2011

Dra. Roxana Ugoletti de Portaluppi
Notaria Vigésima Sexta



STATE OF DELAWARE)
)
NEW CASTLE COUNTY) SS.

The attached Secretary's Certificate of Energy and Fuel Holdings LLC consisting of one (1) page is a true, unaltered and original document.

SWORN TO AND SUBSCRIBED by Sinead Angela Rossi, a Notary Public for the State of Delaware, this 2nd day of March, 2011.

Sinead Angela Rossi
Sinead Angela Rossi,
Notary Public



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de 1 foja(a) es exacta al
documento que me fue exhibido.

Guayaquil, 11 MAYO 2011

Dra. Roxana Ugoletti de Portaluppi
Notaria Vigésima Sexta



Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America

This public document:

2. has been signed by Sinead Angela Rossi

3. acting in the capacity of Notary Public of the State of Delaware

4. bears the seal/stamp of Sinead Angela Rossi, Notary Public, Delaware

Certified

5. at Dover, Delaware

6. the fourth day of March, A.D. 2011

7. by Secretary of State, Delaware Department of State

8. No. 0436373

9. Seal/Stamp:



10. Signature:

[Signature]
Secretary of State

De conformidad con el numeral 5 del artículo 18 de la vigencia ley notarial, doy fe que la fotocopia que consta

de.....1..... foja(a) es exacta al documento que me fue exhibido.

Guayaquil, 11 MAYO 2011

[Signature]

Dra. Roxana Ugolotti de Portaluppi
Notaria Vigésima Sexta