

Delaware

PAGE 1

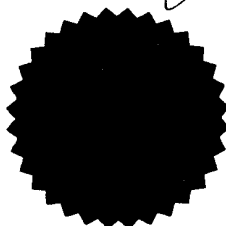
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED LIABILITY COMPANY OF "CAFIESA INTERNATIONAL, LLC" FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2005, AT 3:54 O'CLOCK P.M.

DILIGENCIA DE AUTENTICACION
DR. CRISTIAN QUINONEZ BASANTES
Notario Primero del Cantón Guayaquil
Doy Fe que la presente fotocopia es
Igual al documento que se me exhibe.

Guayaquil

25 JUN 2010
DR. CRISTIAN QUINONEZ BASANTES
NOTARIO PRIMERO
GUAYAQUIL, ECUADOR



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051054544

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4405148

DATE: 12-27-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:00 PM 12/22/2005
FILED 03:54 PM 12/22/2005
SRV 051054544 - 4083095 FILE

**CERTIFICATE OF LIMITED LIABILITY COMPANY
DOMESTICATION**

FIRST: This Non-United States Entity was first formed, incorporated, created or otherwise came into being in the following jurisdiction: Panama

SECOND: This Non-United States Entity was first formed, incorporated, created, or otherwise came into being on: September 14, 2001

THIRD: The name of this Non-United States Entity immediately prior to filing this Certificate of Limited Liability Company Domestication was: Cafiesa International S.A.

FOURTH: As set forth in a Delaware Certificate of Formation, the name of the Delaware Liability Company is: Cafiesa International, LLC

FIFTH: The Effective Date of Domestication shall be the time and date of filing this Certificate.

SIXTH: The Non-United States jurisdiction that constituted the principal place of business, seat, siege, social, or place of administration of the corporation, or any equivalent thereto under applicable law, immediately prior to the filing of this Certificate of Domestication was: British Virgin Islands

This Non-United States Entity, hereinbefore names, has authorized me, the undersigned, to sign this Certificate of Domestication on behalf of this Non-United States Entity as authorized in the manner provided by the document, instrument, agreement, or other writing, as the case may be, governing the internal affairs of the Non-United States Entity and the conduct of its business or by applicable non-Delaware law, as appropriate.

I, the undersigned, do make this Certificate of Domestication of Limited Liability Company, hereby declaring and certifying that this is my act and deed, and the facts therein stated are true and, accordingly, I have hereunto set my hand and seal this 19th day of December, 2005.

Name of Non-United States Entity

Cafiesa International S.A.

Signature of Authorized Agent:

Print Name

[Signature]
José A. Carvajal

TESTAMENTO DE AUTENTICACION
DEL CORTEJO L. GONZALEZ BASILIO
Por el presente documento se declara
que el que lo presenta es el mismo
igual al documento que se declara.

23 JUN 2006
CORTEJO L. GONZALEZ BASILIO
NOTARIO PUBLICO
CALLE 100 N. 1000

