

REPÚBLICA DEL ECUADOR



**SUPERINTENDENCIA
DE COMPAÑÍAS**



**NÓMINA DE SOCIOS O ACCIONISTAS DE UNA COMPAÑÍA EXTRANJERA QUE ASÍ
VEZ ES SOCIA O ACCIONISTA DE COMPAÑÍA ECUATORIANA**

1. COMPAÑÍA ECUATORIANA

NOMBRE TRIAIRI S.A.
NÚMERO DE EXPEDIENTE 56830
NOMBRE Y CARGO DEL REPRESENTANTE LEGAL DR. PABLO ALVAREZ GRAU GERENTE GENERAL

2. COMPAÑÍA EXTRANJERA SOCIA O ACCIONISTA DE LA SOCIEDAD ECUATORIANA

NOMBRE CAFIESA INTERNATIONAL LLC
NACIONALIDAD DE LA COMPAÑÍA EXTRANJERA ESTADOS UNIDOS DE AMERICA
DOMICILIO 1201 ORANGE STREET, SUITE 600, CITY OF WILMINGTON, NEW CASTLE
COUNTY, DELAWARE 19801

NOTA 1.- A este formulario se debe acompañar una certificación extendida por la autoridad competente del país de origen o Cónsul del Ecuador en la que se acredite que la sociedad en cuestión se encuentra legalmente existente en dicho país.

3. APODERADO LOCAL DE LA COMPAÑÍA EXTRANJERA SOCIA O ACCIONISTA DE LA COMPAÑÍA ECUATORIANA

NOMBRES Y APELLIDOS COMPLETOS JOSE ADOLFO CARVAJAL CANDELL
NACIONALIDAD ECUATORIANA
NÚMERO DE IDENTIFICACIÓN PERSONAL 0901542068
DOMICILIO CM. 4.5 VIA DURAN TAMBO

20 JUL 2011

Es Conforme a su Original
Lo Certifico

Dr. Piero Aycart Vincenzini
Notario

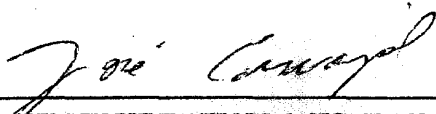
REPÚBLICA DEL ECUADOR



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4. DATOS DE LOS SOCIOS O ACCIONISTAS DE LA COMPAÑÍA EXTRANJERA

1	JOSE A. CARVAJAL	CASADO	ECUATORIANA	KM. 4.5 VIA DURAN TAMBO
2	LEILA CARVAJAL_ERKER	DIVORCIADA	ECUATOR.	NEW YERSEY
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FIRMA DEL REPRESENTANTE LEGAL, SECRETARIO
ADMINISTRADOR O FUNCIONARIO DE LA SOCIEDAD
EXTRANJERA O APODERADO LOCAL

Nota 2.- Si este formulario hubiere sido otorgado en el exterior, deberá estar autenticado por Cónsul ecuatoriano o apostillado

FECHA DE PRESENTACIÓN 2011 04 18
AÑO MES DÍA

EL PRESENTE FORMULARIO NO SE ACEPTARÁ CON ENMENDADURAS O TACHONES

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

José A. Carvajal
José A. Carvajal

20 JUL 2011

Es Conforme a su Original
Lo Certifico

[Signature]
Dr. Piero Ayerdi Vincenzini
Notario Público

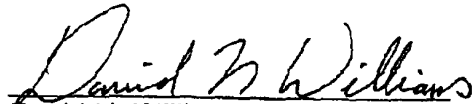
State of Delaware
Secretary of State
Division of Corporations
Delivered 04:00 PM 12/22/20
FILED 03:54 PM 12/22/2005
SRV 051054544 - 4083095 FIL

CERTIFICATE OF FORMATION
OF
Cafiesa International, LLC

The undersigned, being an authorized person for purposes of executing this Certificate of Formation on behalf of Cafiesa International, LLC, a Delaware Limited Liability Company (the "L.L.C."), desiring to comply with the requirements of 6 Del.C. Section 18-201 and the other provisions of the Delaware Limited Liability Company Act, 6 Del.C. Section 18-101, et seq. (the "Act"), hereby certifies as follows:

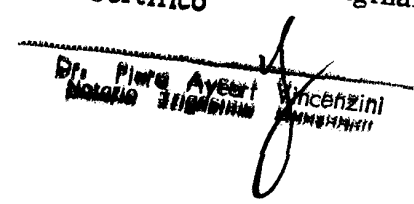
1. Name of the L.L.C. - The name of the L.L.C. is: Cafiesa International, LLC
2. Registered Office and Registered Agent of the L.L.C. - The name of the registered agent for service of process on the L.L.C. in the State of Delaware is Agents and Corporations, Inc. The address of the registered agent of the L.L.C. and the address of the registered office of the L.L.C. in the State of Delaware is 1201 Orange Street, Suite 600, City of Wilmington, New Castle County, Delaware 19801.
3. Date of Formation and Effective Date - The date of formation and the effective date of the L.L.C. shall be the date of filing of this Certificate of Formation with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned hereby executes this Certificate of Formation in accordance with the provisions of 6 Del.C. Section 18-201 this 22nd day of December, 2005.


David N. Williams
(Authorized Person)

20 JUL 2011

Es Conforme a su Original
Lo Certifico


Dr. Piero Aybert Vincenzini
Notario Publico