



REPUBLICA DE PANAMA
PROVINCIA DE PANAMA

NOTARIA QUINTA DEL CIRCUITO

LIC. DIOMEDES EDGARDO CERRUD

NOTARIO



E-mail: deca_gc@cwpanama.net

TELEFONOS: 223-2974
223-2979
TELEFAX: 223-2982

COPIA

ESCRITURA No. 6,983 de 23 de marzo de 2010

POR LA CUAL:

se protocoliza el documento que contiene Acta de la Reunión de la Junta Directiva de la sociedad **BASAL RESOURCES INC.**, celebrada el 23 de marzo de 2010, por la cual se otorga Poder General a favor del Sr. **JACINTO**

VICENTE VELEZ ENRIQUEZ.

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, 26 ENE. 2011

Dra. Roxana Ugolotti de Portaluppi
Notaria Vigésima Sexta

MORGAN & MORGAN



1. Personal número cinco- doce- mil cuatrocientos sesenta y seis (5-12-1466), y LUIS
 2. MORALES, varón, con cédula de identidad personal número cuatro-ciento cuarenta y
 3. Cuatro-ochocientos veintidós (4-144-822), ambos mayores de edad, panameños y
 4. vecinos de esta ciudad, a quienes conozco y son hábiles para ejercer el cargo lo
 5. encontraron conforme, le impartieron su aprobación y firman todos para constancia
 6. ante mí, el Notario que doy fe.-----

ESTA ESCRITURA LLEVA EL NUMERO SEIS MIL NOVECIENTOS OCHENTA Y TRES

-----**(6,983)**-----

(Fdo.) Fernando Boyd.----- Mayla Castellón de Bocanegra.-----Luis Morales.--

DIOMEDES EDGARDO CERRUD AYALA, Notario Público Quinto del Circuito de Panamá.----

-----**ACTA DE UNA REUNION DE LA JUNTA DIRECTIVA DE LA SOCIEDAD**-----

-----**BASAL RESOURCES INC.**-----

13. En la Ciudad de Panamá, República de Panamá, el 23 de marzo de 2010, se celebró una
 14. reunión de la Junta Directiva de **BASAL RESOURCES INC.**, en las oficinas principales
 15. de dicha sociedad, en la cual hubo en todo momento quórum presente y activo.-----

16. Estuvieron presentes todos los Directores de la sociedad JOSE E. SILVA R., DIANETH
 17. M. DE OSPINO y MARTA DE SAAVEDRA, por lo tanto se renunció al aviso de
 18. convocatoria previa a la reunión.-----

19. El Presidente de la sociedad Señor JOSE E. SILVA R., presidió la reunión y la Secretaria
 20. de la sociedad DIANETH M. DE OSPINO, actuó como Secretaria.-----

21. El Presidente de la sociedad abrió la reunión y explicó que el objeto de la misma era
 22. otorgar un Poder General a una persona escogida por la Junta Directiva para que actúe
 23. en nombre de la sociedad, con las facultades que la Junta apruebe.-----

24. Después de lo cual y tras un cruce de ideas a moción hecha y secundada, se aprobó por
 25. unanimidad lo siguiente:-----

-----**SE RESUELVE:**-----

27. Que por este medio sea y es otorgado un Poder General tan amplio como legalmente
 28. fuera necesario a favor del Sr. **JACINTO VICENTE VELEZ ENRIQUEZ**, Pasaporte
 29. No. 0900811613, Fecha de nacimiento 30.7.1940, para que pueda comprometer a la

facultades con las mismas las cuales para propósitos

1 Sin más que tratar, se dio por terminada la sesión.

2 (Fdo.) Jose E. Silva R., Presidente

3 (Fdo.) Dianeth M. de Ospino, Secretaria

4 **CERTIFICADO** Mo, Dianeth M. de Ospino, Secretaria de la sociedad **BASAL**
5 **RESOURCES INC.**, certifico que lo anterior es copia auténtica de su original.

6 (Fdo.) Dianeth M. de Ospino, Secretaria.

7 **MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF THE CORPORATION**

8 **BASAL RESOURCES INC.**

9 In the City of Panama, Republic of Panama, on March 23, 2010, a Meeting of the Board
10 of Directors of **BASAL RESOURCES INC.**, was held in the principal offices of said
11 corporation, wherein a quorum was at all time present and active.

12 All of the Directors of the corporation, JOSE E. SILVA R., DIANETH M. DE OSPINO and
13 MARTA DE SAAVEDRA, were present at the Meeting, therefore notice of the meeting
14 was waived.

15 The President of the Corporation JOSE E. SILVA R., presided the Meeting, and the
16 Secretary of the Corporation DIANETH M. DE OSPINO, acted as Secretary.

17 The President then called the Meeting to order and explained its objects: to grant a
18 General Power of Attorney to a person chosen by the Board of Directors to act on behalf
19 of the corporation with such authority as the Board may approve.

20 Thereupon, after an exchange of views on motion duly made and seconded, the
21 following resolutions were unanimously approved:

22 **RESOLVED:**

23 That be and hereby is granted a General Power of Attorney as full as it may be legally
24 necessary in favor of Mr. **JACINTO VICENTE VELEZ ENRIQUEZ**, Passport
25 Nr. 0900811613, date of birth 30.7.1940, to act on behalf of the Corporation
26 individually, with full powers, which for purposes of enunciation and not in order to
27 limit this General Power of Attorney, are detailed as follows: to purchase, alienate,
28 transfer, sell, lease, pledge, mortgage, encumber, or dispose of in any way or manner,
29 the movable or immovable, corporeal or incorporeal, property of the corporation; to
30 accept, endorse, collect, deposit and transfer checks, notes and any other negotiable

Notaria Pública
Circuito Notarial de Panamá
REPUBLICA DE PANAMA

034159317 00000001328183



1. instruments in its name; to open and to close any kind of bank accounts from
2. accounts and the bank deposits of the corporation, be they checking accounts, time
3. deposits overdraft or any other kind of deposits, be they in the Republic of Panama or
4. abroad; to issue notes, sign bills of exchange as drawer, acceptor, endorser or
5. guarantor; to accept obligations, be they of a commercial or civil nature; to represent
6. the corporation in matters of disposition and administration as well as in all affairs of
7. management and situations in which the corporation has an interest, also in general
8. partnerships or joint ventures; to buy stock or shares of any kind in other companies;
9. to take part in assemblies or meetings in order to make any kind of agreements,
10. including agreements of constitution, transformation, increase of capital and
11. dissolution of companies; to become the legal representative of the company, as
12. plaintiff, defendant, third party or in any other form, before any office of the Republic of
13. Panama or abroad, be they judicial, administrative, concerning labor, or of any other
14. nature; to subscribe documents wherein the corporation may be involved as debtor or
15. creditor; to make agreements using arbitrators or any other type of arrangement
16. whatsoever and to complete any act or to enter into any contract that may be
17. considered beneficial to the interests of the company **BASAL RESOURCES INC.**,
18. because it is the intention of this General Power of Attorney that it be exercised without
19. any limitations whatsoever, regarding the faculties mentioned above.-----

20. **It is not permitted to substitute this General Power of attorney, totally or**
21. **partially.**-----

22. It is hereby expressed that this General Power of Attorney can be exercised in the
23. territory of the Republic of Panama or in any other country.-----

24. It was also resolved to give authority to the Law firm MORGAN Y MORGAN to
25. protocolize a copy of the minutes of this meeting of the Board of Directors-----

26. Having nothing else to discuss, the meeting was adjourned.-----

27. (Sgd.) José E. Silva R.- President.-----

28. (Sgd.) Dianeth M. de Ospino - Secretary-----

29. **CERTIFICATE:**--- I, Dianeth M. de Ospino, Secretary of the corporation **BASAL**
30. **RESOURCES INC.** certify that the foregoing is a genuine copy of its original.-----

REPUBLICA DE PANAMA
CIRCUITO NOTARIAL DE PANAMA
NOTARIO PUBLICO
U. GOLOTTI DE PORRUBEN
REPUBLICA DEL ECUADOR
GOBIERNO NACIONAL
SECRETARIA VIGESIMA
5000

