

**CERTIFICATE OF INCUMBENCY**  
**OF**  
**EMPRONORTE OVERSEAS INC. LTD.**



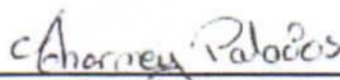
**We, VGV (UK) LTD.,** in our capacity as Registered Agent of **EMPRONORTE OVERSEAS INC. LTD.** (the "Company"), a British Limited Company, do hereby certify the following:

1. The name of the Company is **EMPRONORTE OVERSEAS INC. LTD.**
2. The Company was incorporated under the jurisdiction of the Republic of Panama on **June 1<sup>st</sup>, 1992**, numbered **260168**, being the Registered Office in the Republic of Panama.
3. On **March 30<sup>th</sup>, 2015**, the Company moved its Registered Office to **133 Higham Road, N17 6NU, London, United Kingdom.**
4. Since then, the Company exists under the provisions of United Kingdom Companies Act 2006 as Company numbered **9517189**.
5. The Registered Agent of the Company is **VGV (UK) LTD., 18 Soho Square, W1D 3QL, London, United Kingdom.**
6. The Registered Office of Company is **133 Higham Road, N17 6NU, London, United Kingdom.**
7. The Company issued 10.000 shares with a par value of £1.00 each of ordinary class.
8. In so far as is evidenced by the documents filed at the Registered Office, the Company is in existence and in good standing.
9. According to the documents filed on the Company's file as at November 10<sup>th</sup>, 2017, there are no actions, pending or threatened, against the Company and no action has been taken to wind-up the Company or to appoint a receiver or manager.
10. According to the Company records, the Company has not created any charges over its assets.
11. According to the records available at the Registered Office, the sole Director of the Company is:  

|                         |                                      |
|-------------------------|--------------------------------------|
| <u><b>Director:</b></u> | <u><b>Date appointed:</b></u>        |
| <b>Alexandra Meade</b>  | <b>November 30<sup>th</sup> 2016</b> |
12. According to the records available at the Registered Office, the Shareholders of the Company are:  

|                             |                           |
|-----------------------------|---------------------------|
| <u><b>Shareholders:</b></u> | <u><b>No. Shares:</b></u> |
| <b>MAGESTIC TRUST</b>       | <b>10.000 Shares</b>      |
13. According to the records available at the Registered Office, the Settlers and Beneficiaries of MAGESTIC TRUST are:
  - **Mariano Retana Marín**
  - **Daniela Quesada Cordero**

London, November 10<sup>th</sup>, 2017

  
\_\_\_\_\_  
For and on behalf of  
**VGV (UK) LTD.**  
**Registered Agent**  
**Charney Palacios**  
**Director**

### TRADUCCIÓN

**CERTIFICADO DE INCUMBENCIA  
DE  
EMPRONORTE OVERSEAS INC. LTD.**

Nosotros VGV (UK) LTD., en nuestra calidad de Agente Registrado de la compañía **EMPRONORTE OVERSEAS INC. LTD.** una Compañía Limitada existente bajo las leyes de Reino Unido, certifico lo siguiente:

1. Que el nombre de la Compañía es **EMPRONORTE OVERSEAS INC. LTD.**.
2. Que la Compañía fue incorporada bajo la jurisdicción de la República de Panamá el 1 de Junio de 1992, con el número 260168, con Domicilio Registrado en la República de Panamá.
3. El día 30 de Marzo de 2015, la Compañía movió su Oficina de Registro a 133 Higham Road, N17 6NU, Londres, Reino Unido.
4. Desde entonces, la Compañía existe bajo las provisiones de la Ley de Compañías 2006 del Reino como compañía numerada **9517189**.
5. El Agente Registrado de la compañía es VGV (UK) LTD, 18 Soho Square, W1D 3QL, Londres, Reino Unido.
6. El Domicilio Social Registrado para la Compañía es **133 Higham Road, N17 6NU, Londres, Reino Unido**.
7. La Compañía emitió 10.000 acciones ordinarias de £1.00 cada una.
8. Que hasta este momento se ha evidenciado por los documentos registrados en la Oficina de Registro, que la sociedad se encuentra vigente y en buen cumplimiento.
9. Que hasta el momento se ha evidenciado, de la información disponible hasta el 10 de Noviembre de 2017, que la Sociedad no tiene deudas con el Estado, ni con las autoridades federales de impuestos.
10. De acuerdo con los registros de la compañía, no se han creado cargos sobre ningún bien.
11. De acuerdo con los registros disponible en la Oficina de Registros, los Directores de la Compañía son:  

|                                     |                                                    |
|-------------------------------------|----------------------------------------------------|
| <u>Director:</u><br>Alexandra Meade | <u>Fecha de designación:</u><br>Noviembre 30, 2016 |
|-------------------------------------|----------------------------------------------------|
12. De acuerdo con los registros disponible en la Oficina de Registros, los Accionistas de la Compañía son:  

|                                      |                                             |
|--------------------------------------|---------------------------------------------|
| <u>Accionista:</u><br>MAGESTIC TRUST | <u>No. De Acciones:</u><br>10.000 Acciones. |
|--------------------------------------|---------------------------------------------|
13. De acuerdo con los registros disponible en la Oficina de Registros, los Constituyentes y beneficiarios de MAGESTIC TRUST son:
  - Mariano Retana Marín
  - Daniela Quesado Cordero

Londres, Noviembre 10, 2017.

Charney Palacios  
En nombre y en representación de  
VGV (UK) LTD.  
Agente Registrado  
Charney Palacios  
Director

NOTARÍA NOVENA DEL CANTÓN CUELLA

De acuerdo con la facultad prevista en el número 5 del artículo 10 de la Ley Notarial doy fe que la copia que antecede en ..... hoja(s) es igual al original que me fue presentado para su confrontación.

Cuenca, a 14 DIC 2017  
Dc. Eduardo E. Palacios Saccoto  
NOTARIO PUBLICO NOVENO DEL CANTON CUENCA





Dr. Eduardo C. Palacios Sacote  
NOTARIO PUBLICO CUENCA  
CUENCA - ECUADOR

**BE IT KNOWN** that I, Sunita Kumeri of, 18-24 Stoke Road, Slough, Berkshire United Kingdom a duly authorised Notary Public

**CERTIFY ONLY** that Brian Michael Howes who is well known to me and who is duly authorised by VGV (UK) Ltd ("the Company") to represent it in this matter has today caused the annexed copy Power of Attorney to be produced to me and that he has represented to me on behalf of the Company that the said document is a true copy of the original document.

**SIGNED** and sealed at 18-24 Stoke Road, Slough, Berkshire aforesaid on 24<sup>th</sup> November 2017.

Sunita Kumeri  
Notary Public  
England and Wales



Protocol No. 44/17

|                                                                                                                 |                  |
|-----------------------------------------------------------------------------------------------------------------|------------------|
| APOSTILLE                                                                                                       |                  |
| The following document is a true and correct copy of the original document as presented to me by the signatory. |                  |
| Country of Origin                                                                                               | United Kingdom   |
| City                                                                                                            | Slough           |
| Date                                                                                                            | 27 November 2017 |
| Signature of Signatory                                                                                          | [Signature]      |
| Signature of Notary                                                                                             | [Signature]      |
| Notary Seal                                                                                                     | [Seal]           |



| <b>APOSTILLE</b><br>(Convention de La Haye du 5 octobre 1961)                                                    |                                                                                                   |
|------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|
| <b>1. Country:</b><br>Pays / Pais:                                                                               | United Kingdom of Great Britain and Northern Ireland                                              |
| <b>This public document</b><br>Le présent acte public / El presente documento público                            |                                                                                                   |
| <b>2. Has been signed by</b><br>a été signé par<br>ha sido firmado por                                           | Sunita Kumeri                                                                                     |
| <b>3. Acting in the capacity of</b><br>agissant en qualité de<br>quien actúa en calidad de                       | Notary Public                                                                                     |
| <b>4. Bears the seal / stamp of</b><br>est revêtu du sceau / timbre de<br>y está revestido del sello / timbre de | The Said Notary Public                                                                            |
| <b>Certified</b><br>Attesté / Certificado                                                                        |                                                                                                   |
| <b>5. at</b><br>à / en                                                                                           | London                                                                                            |
| <b>6. the</b><br>le / el día                                                                                     | 27 November 2017                                                                                  |
| <b>7. by</b><br>par / por                                                                                        | Her Majesty's Principal Secretary of State<br>for Foreign and Commonwealth Affairs                |
| <b>8. Number</b><br>sous no / bajo el numero                                                                     | APO-634181                                                                                        |
| <b>9. Seal / stamp</b><br>Sceau / timbre<br>Sello / timbre                                                       |                |
| <b>10. Signature</b><br>Signature<br>Firma                                                                       | G. Sahdev<br> |

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