

PODER ESPECIAL

ESCAÑEA

En la ciudad de Slough, Reino Unido, el 18 de mayo de 2010, ante mí, Phillip Jones, Notario Público debidamente calificado y autorizado para actuar como tal en esta ciudad, con oficinas ubicadas en Windsor, Inglaterra, compareció personalmente el Sr. Mark Rogers, Director de PROMON-LOGICALIS AMÉRICA LATINA LIMITADA (en adelante denominada "POMON-LOGICALIS" o "Principal"), una compañía debidamente constituida y existente de conformidad con las leyes de Inglaterra y Gales, con domicilio social en 100 Avenue de Buckingham, Slough, Berkshire SL1 4PF, Reino Unido, para conceder un poder especial en nombre del Director, de conformidad con el siguiente tenor:

PRIMERA.-ANTECEDENTES:

1.1. De conformidad con la enmienda al artículo 6 de la Ley de Compañías Ecuatoriana, las empresas extranjeras con capital social representado únicamente por acciones nominativas o de una participación, y con acciones o participaciones accionarias en compañías ecuatorianas, pero que no se dediquen a cualquier otra actividad económica en Ecuador (en adelante denominado "el país"), ya sea de manera habitual o, en ocasiones, no se considerarán como establecimientos permanentes en el país y no estarán obligadas a establecerse en el Ecuador de conformidad a lo dispuesto en la Sección XIII de la Ley de Compañías o de estar registradas en el Registro de Contribuyentes o de presentar declaraciones de impuesto sobre la renta. Dichas empresas, sin embargo, deberán tener en el país, un apoderado o representante legal, de acuerdo a lo estipulado en el párrafo primero del mencionado artículo 6, que en ningún caso, será personalmente responsable por las obligaciones de la empresa extranjera. El poder para el representante legal no tiene que ser registrado o publicado en la prensa, sino que debe ser comunicado a la empresa Ecuatoriana en la que la empresa extranjera es un socio o accionista.

1.2 PROMON-LOGICALIS, una empresa debidamente constituida y existente de conformidad con las leyes de Inglaterra, es accionista de la compañía Ecuatoriana llamada LOGICALIS ECUADOR S.A.

SEGUNDO.-PODER:

La Principal, por medio de la presente, y mediante autorización de la Junta de PROMON-LOGICALIS, otorga Poder Especial, amplio y suficiente, como lo requiere la ley, a favor del Dr. Bayardo Poveda Rafael Camacho, ciudadano ecuatoriano, titular de la tarjeta de identidad N° 0200832533 (en lo sucesivo, el "mandatario"), para que en nombre y en representación del Director, el mandatario pueda, en la República del Ecuador, responder las reclamaciones presentadas contra la Principal, y cumplir con los deberes y las obligaciones generales de la Principal, tal como se indica en el artículo 6 de la Ley de Sociedades Anónimas, vigente en la República del Ecuador.

La Principal se reserva el derecho de revocar este Poder Especial en cualquier momento y a su sola discreción.

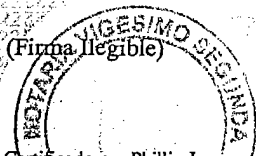
Este Poder Especial y cualquier disputa, controversia, procesos o demandas de cualquier naturaleza que surjan o que de alguna manera estén relacionados con este instrumento se regirán e interpretarán de acuerdo con las leyes del Ecuador.

EN FE DE LO CUAL, el otorgamiento del Poder Especial ha sido debidamente ejecutado en la fecha y, en el lugar arriba indicado.

(Firma Ilegible)

Por PROMON-LOGICALIS

Mark Rogers
Director



Certificado por Phillip Jones
Abogado y Notario
Windsor House, Calle Victoria
Windsor, Berks, SL4 1EN, Inglaterra
Tel. 01753 85 1591

*La firma (s) y / o fotografía (s) de la certificación.
Phillipe Jones no se hace responsable
por el contenido de este documento*

(Sello)

(Sello)



Apostilla

(Hague Convention of 5 October 1961/Convenio de la Haya del 5 de Octubre de 1961)

REINO UNIDO DE GRAN BRETAÑA E IRLANDA DEL NORTE

1. País: **REINO UNIDO DE GRAN BRETAÑA E IRLANDA DEL NORTE**

Este es un documento público

2. ha sido firmado por **Phillip H. Jones**

3. actuando en calidad de **Notario Público**

4. porta el sello / timbre **El mencionado Notario Público**

Certificado

5. en Londres

6. el **21 de mayo de 2010**

7. por el Secretario Principal de Su Majestad del Estado para Asuntos Exteriores y de la Mancomunidad

8. bajo el No. **1509663**

9. Sello/Timbre

10. Firma **J. Crook**

(firma ilegible)

Sello

Por la Secretaria del Estado

Si este documento es para ser utilizado en un país que no sea parte en el Convenio de La Haya del 5 de octubre de 1961, éste debe ser presentado en la sección consular de la misión que representante a ese país.

Una apostilla o legalización de certificados no hace sino confirmar que la firma, sello o timbre en el documento es auténtico. Esto no significa que el contenido del documento es correcto o que la Oficina de Asuntos Externos y de la Mancomunidad aprueba el contenido.

as "Mandatarry"), so that on behalf and in representation of Principal, the Mandatarry may, in the Republic of Ecuador, answer claims filed against Principal, and comply with Principal's general duties and obligations, as stated in Article 6 of the Companies Act, in force in the Republic of Ecuador.

Principal reserves the right to revoke this Special Power of Attorney at any time, at its sole discretion.

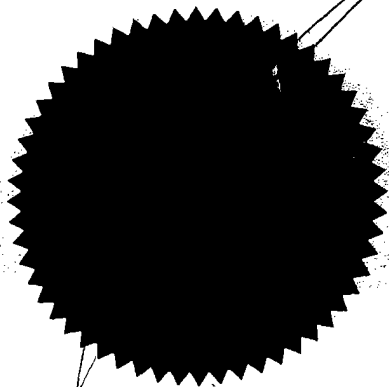
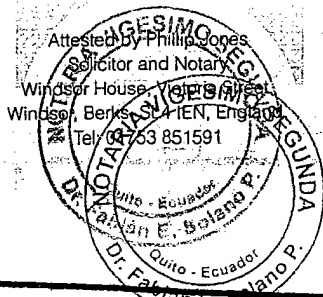
This Special Power of Attorney and any dispute, controversy, proceedings or claim of whatever nature arising out of or in any way related to this instrument shall be governed by and construed in accordance with the laws of Ecuador.

IN WITNESS WHEREOF, this granting of Special Power of Attorney has been duly executed on the date and in the place first above shown.

M Rogers

By PROMON-LOGICALIS
Mark Rogers
Director

Phillip Jones



APOSTILLE

(Hague Convention of 5 October 1961 / Convention de La Haye du 5 octobre 1961)

UNITED KINGDOM OF GREAT BRITAIN AND NORTHERN IRELAND

1. Country: United Kingdom of Great Britain and Northern Ireland
Pays: Royaume-Uni de Grande-Bretagne et d'Irlande du Nord
This public document / Le présent acte public
2. Has been signed by **Phillip H Jones**
a été signé par
3. Acting in the capacity of **Notary Public**
agissant en qualité de
4. Bears the seal/stamp of **The Said Notary Public**
est revêtu du sceau/timbre de
5. at London/à Londres
6. Certified/Attesté
the/le **21 May 2010**
7. by Her Majesty's Principal Secretary of State for Foreign and Commonwealth Affairs /
par le Secrétaire d'Etat Principal de Sa Majesté aux Affaires Etrangères et du Commonwealth.
8. Number/sous No **I509663**
9. Stamp:
timbre:
10. Signature: **J Crook**



For the Secretary of State / Pour le Secrétaire d'Etat

If this document is to be used in a country which is not party to the Hague Convention of 5th October 1961, it should be presented to the consular section of the mission representing that country.

An apostille or legalisation certificate only confirms that the signature, seal or stamp on the document is genuine. It does not mean that the content of the document is correct or that the Foreign & Commonwealth Office approves of the content.

Dr. Fabián E. Solano P., Notario Vigésimo Segundo del Cantón Quito, CERTIFICO que el documento que antecede es fiel copia certificada del documento original que se me ha puesto a la vista.

Quito, a

30 JUN 2010

Dr. Fabián E. Solano P.
NOTARIO VIGÉSIMO SEGUNDO DEL CANTÓN QUITO

El documento que antecede en
4 foja(s) es FIEL COMPULSA
lo certifico.

Quito a. 08 FEB 2012

DR. SEBASTIÁN VALDIVIESO CUEVA
NOTARIO VIGÉSIMO CUARTO QUITO



SPECIAL POWER OF ATTORNEY

In the city of Slough, United Kingdom, on May 18, 2010, before me, **PHILLIP JONES**, Notary Public duly qualified and authorized to act as such in this City, with offices located at **WINDSOR ENGLAND**, personally appeared Mr. Mark Rogers, Director of PROMON-LOGICALIS LATIN AMERICA LIMITED (hereinafter referred to as "PROMON-LOGICALIS" or "Principal"), a company duly organized and existing pursuant to the laws of England and Wales, with its registered office in 110 Buckingham Avenue, Slough, Berkshire SL1 4PF, United Kingdom, to grant a special power of attorney on behalf of Principal, pursuant to the following tenor:

FIRST.- BACKGROUND:

- 1.1. Pursuant to the amendment to Article 6 of the Ecuadorian Companies' Act, foreign companies with capital stock represented solely by registered shares or equity interests, and with shares or equity interests in Ecuadorian companies, but that do not engage in any other business activity in Ecuador (hereinafter referred to as "the country"), whether ordinarily or occasionally, shall not be deemed as permanent establishments in the country and shall not be obligated to become established in Ecuador pursuant to Section XIII of the Companies' Act or to be registered in the Taxpayers' Register or to file income tax returns. They shall, however, have in the country an attorney-in-fact or representative, as referred to in the first paragraph of said Article 6, who under no circumstances shall be personally liable for the foreign company's obligations. The power of attorney for the representative need not be recorded or published in the press, but must be notified to the Ecuadorian company in which the foreign company is a partner or shareholder.

1. PROMON-LOGICALIS, a company duly organized and existing pursuant to the laws of England, is a shareholder in the Ecuadorian company named LOGICALIS ECUADOR S.A.

SECOND.- POWER OF ATTORNEY:

Principal hereby, by authorization of the Board of PROMON-LOGICALIS, grants Special Power of Attorney, broad and sufficient, as required by law, in favor of Dr. Bayardo Rafael Poveda Camacho, Ecuadorian citizen, holder of the identification card No. 0200832533 (hereinafter referred to as "Mandatory"), so that on behalf and in representation of Principal, the Mandatory may, in the Republic

SPECIAL POWER OF ATTORNEY

In the city of Slough, United Kingdom, on May 14, 2010, before me, **PHILIP JONES**, Notary Public duly qualified and authorized to act as such in this City, with offices located at **WINDSOR ENGLAND** personally appeared Mr. Mark Rogers, Director of PROMON-LOGICALIS LATIN AMERICA LIMITED (hereinafter referred to as "PROMON-LOGICALIS" or "Principal"), a company duly organized and existing pursuant to the laws of England and Wales, with its registered office in 110 Buckingham Avenue, Slough, Berkshire SL1 4PF, United Kingdom, to grant a special power of attorney on behalf of Principal, pursuant to the following tenor:

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APOSTILLE

(Hague Convention of 5 October 1961 / Convention de La Haye du 5 octobre 1961)

UNITED KINGDOM OF GREAT BRITAIN AND NORTHERN IRELAND

1. Country: United Kingdom of Great Britain and Northern Ireland
Pays: Royaume-Uni de Grande-Bretagne et d'Irlande du Nord
This public document / Le présent acte public
2. Has been signed by **Phillip H Jones**
a été signé par
3. Acting in the capacity of **Notary Public**
agissant en qualité de
4. Bears the seal/stamp of **The Said Notary Public**
est revêtu du sceau/timbre de
5. at London/à Londres
6. Certified/Attesté
the/le **11 June 2010**
7. by Her Majesty's Principal Secretary of State for Foreign and Commonwealth Affairs /
par le Secrétaire d'Etat Principal de Sa Majesté aux Affaires Etrangères et du Commonwealth.

Number/sous No **I530721**

Stamp:
timbre:

10. Signature: **J. Casey**

[Handwritten signature]

For the Secretary of State / Pour le Secrétaire d'Etat



30 JUN 2010

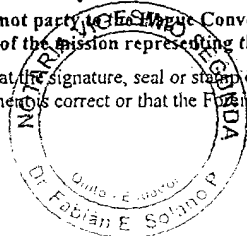
Dr. Fabián E. Solano P., Notario Vigésimo Segundo del Cantón Quito, CERTIFICO que el documento que antecede, es fiel copia certificada del documento original que se me ha puesto a la vista.

Quito, a.....

[Handwritten signature]
Dr. Fabián E. Solano P.
NOTARIO VIGESIMO SEGUNDO DEL CANTON QUITO

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I PHILLIP JONES Notary Public duly admitted and sworn carrying on practice at Windsor House, Victoria Street, Windsor, Berkshire, SL4 1EN do certify that the signature on the attached document is that of M ROGERS, known to me whose signature was affixed in my presence.

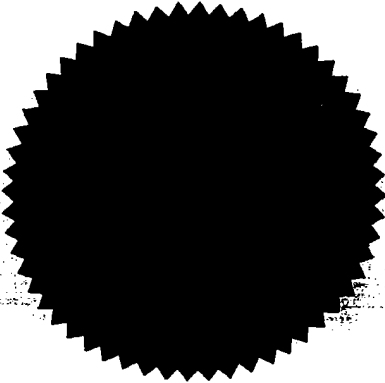
Dated

11th June 2010

Notary Public

Phillip Jones

[Signature]



Phillip H. Jones
Solicitor & Notary
Windsor House, Victoria Street
Windsor, Berks SL4 1EN
Tel: 01753 851591