

REPÚBLICA DEL ECUADOR



**SUPERINTENDENCIA
DE COMPAÑÍAS**

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

1. COMPAÑÍA ECUATORIANA

NOMBRE: ENERMAX S.A.

NÚMERO DE EXPEDIENTE: 150224 - 2003

NOMBRE Y CARGO DEL REPRESENTANTE LEGAL: ING. HERNAN BARAHONA – PRESIDENTE EJECUTIVO

2. COMPAÑÍA EXTRANJERA SOCIA O ACCIONISTA DE LA SOCIEDAD ECUATORIANA

NOMBRE: GOOD SHEPPARD INVESTMENTS LLC.

NACIONALIDAD DE LA COMPAÑÍA EXTRANJERA: ESTADOS UNIDOS DE AMERICA

DOMICILIO: 2711 CENTERVILLE ROAD, SUITE 400, CIUDAD DE WILMINGTON, ESTADO DE DELAWARE

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: AGUSTIN SALAZAR CORDOVA

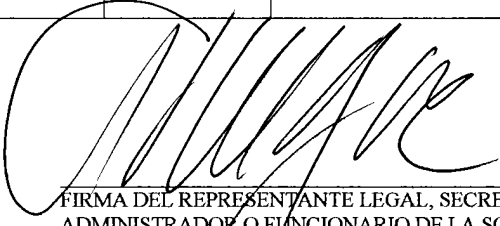
NACIONALIDAD: ECUATORIANA

NÚMERO DE IDENTIFICACIÓN PERSONAL: 1705917696

DOMICILIO: VÍA CHIVIKÚ LOTE 32 A, CONJUNTO EL ALTILLO TUMBACO.

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

No.	Nombres y Apellidos completos	Estado Civil	Nacionalidad	Domicilio
1	ADAC FOUNDATION		Panameña	Calle 53-E, Urbanización Marbella, MMG Tower, Piso 16, Panamá, República de Panamá


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 2012 1 25
AÑO MES DÍA

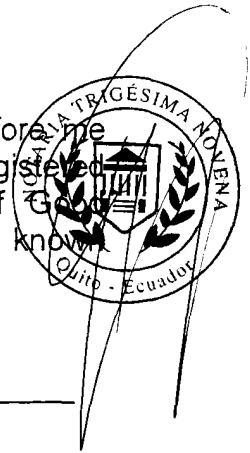
EL PRESENTE FORMULARIO NO SE ACEPTARÁ CON ENMENDADURAS O TACHONES

STATE OF FLORIDA

MIAMI-DADE COUNTY

)
) ss:
)

The foregoing Certificate of Incumbency was acknowledged before me this 27th day of January, 2011 by Mark D. Rich, Vice President of Registered Agent Corporate Services, Inc., a Florida corporation, Manager of Gold Sheppard Investments LLC, a Delaware limited liability company, who is known to me.



Caridad H. Sanchez
Florida Notary Public



CARIDAD H. SANCHEZ
MY COMMISSION # DD 971286
EXPIRES: June 9, 2014
Bonded Thru Budget Notary Services

CERTIFICATE OF INCUMBENCY

**GOOD SHEPPARD INVESTMENTS LLC
(the "Company")**

We REGISTERED AGENT CORPORATE SERVICES, INC., a Florida corporation validly existing as of August 25, 2005, Manager of the Company, do hereby certify that:

1. Corporation Service Company with address at 2711 Centerville Road, Suite 400, City of Wilmington, State of Delaware, is the registered office of the Company.
2. According to the records of the Delaware Department of State, the Company is duly incorporated, validly existing and in good standing under the laws of the State of Delaware.
3. According to the register of members maintained in the Company's records, the following is the Member of the Company:

Name

Nationality

ADAC FOUNDATION

Panamanian

Address

Calle 53 E, Urbanización Marbella, MMG Tower, Piso 16, Panamá, República de Panamá.

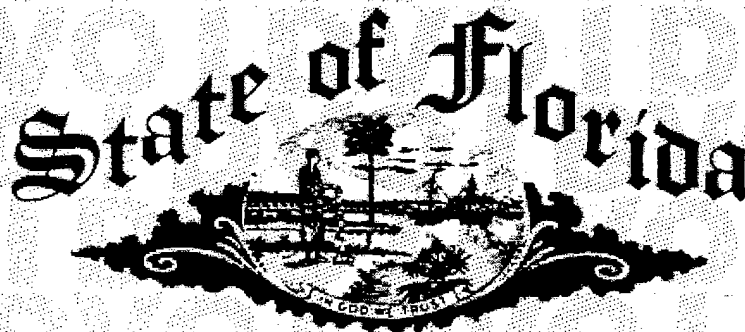
4. To the best of our knowledge there is no actions, pending or threatened, against the Company and no resolutions have been passed for its voluntary winding up and no receiver has been appointed over its assets.

Dated this 27TH day of January, 2011.

REGISTERED AGENT CORPORATE SERVICES, INC.
Manager

By: _____

Mark D. Rich, Vice President



Department of State

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: United States of America

This public document

2. has been signed by Caridad H. Sanchez

3. acting in the capacity of Notary Public of Florida

4. bears the seal/stamp of Notary Public, State of Florida

Certified

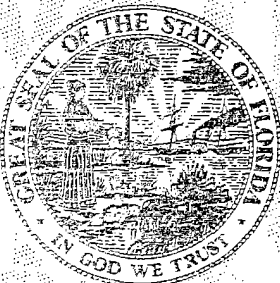
5. at Tallahassee, Florida

6. the Second day of February, A.D., 2011

7. by Secretary of State, State of Florida

8. No. 2011-10620

9. Seal/Stamp:



10. Signature:

Secretary of State



NOTARIA TRIGESIMA NOVENA DE QUITO
En aplicación a la Ley Notarial doy fe que la
fotocopia que antecede, está conforme con
el original que me fue presentado
en 2 fojas
Quito a

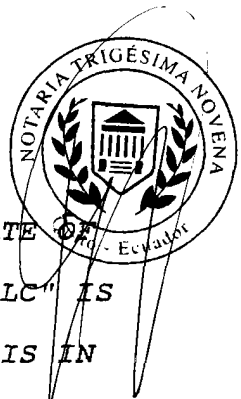
30 ENE. 2012

Dr. Fernando Arregui Aguirre
Notario Trigesimo Noveno
Canton Quito

Delaware

PAGE 1

The First State



I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GOOD SHEPPARD INVESTMENTS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GOOD SHEPPARD INVESTMENTS LLC" WAS FORMED ON THE SIXTEENTH DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4800061 83

110088532

You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8523602

DATE: 01-27-11

Apostille

(Convention de La Haye du 5 Octobre 1961)



1. Country: United States of America

This public document:

2. has been signed by Jeffrey W. Bullock

3. acting in the capacity of Secretary of State of Delaware

4. bears the seal/stamp of Office of Secretary of State

Certified

NOTARIA TRIGESIMA NOVENA DE QUITO
En aplicación a la Ley Notarial doy fe que la
fotocopia que antecede está conforme con
el original que me fue presentado
en 2... fojas
Quito a.

30 ENE. 2012

5. at Dover, Delaware



Dr. Fernando Wregui Aguirre
Notario Trigesimo Noveno
Canton Quito

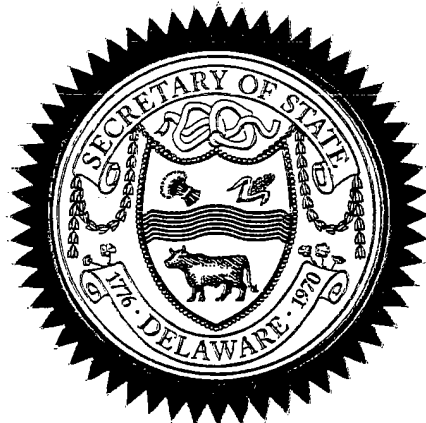


6. the twenty-seventh day of January, A.D. 2011

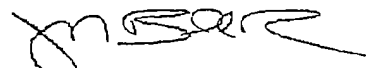
7. by Secretary of State, Delaware Department of State

8. No. 0433239

9. Seal/Stamp:



10. Signature:


Secretary of State