

# Apostille

(Convention de La Haye du 5 Octobre 1961)

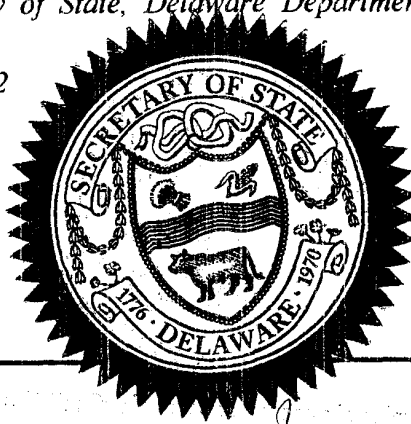
1. Country: *United States of America*

*This public document:*

2. *has been signed by Pamela Marie Biordi*
3. *acting in the capacity of Notary Public of the State of Delaware*
4. *bears the seal/stamp of Pamela Marie Biordi, Notary Public, Delaware*

## Certified

5. *at Dover, Delaware*
6. *the fourth day of April, A.D. 2013*
7. *by Secretary of State, Delaware Department of State*
8. *No. 0451802*
9. Seal/Stamp:

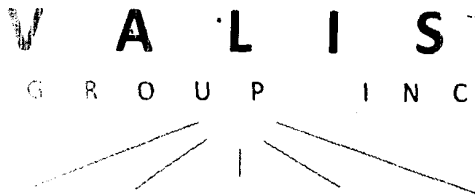


10. Signature:

*[Signature]*  
Secretary of State

*[Signature]*  
Notary Public  
Pamela Marie Biordi  
Notary Public  
Delaware

2013-07-01-02-D-002094



VALIS International  
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Wilmington, DE 19809  
USA

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Fax: 206.333.8756  
www.valisinternational.com  
info@valisinternational.com

## CERTIFICATE OF INCUMBENCY

We, VALIS Group Inc., being the duly appointed Registered Agent of Group Acosta Ecuador Limited, a Delaware Corporation incorporated on the 6<sup>th</sup> day of September, 2011, registration number 5034223, with 1500 shares issued and outstanding, hereby confirm the following:

1. that the company is in Good Legal Standing in the state of Delaware
2. that as far as can be determined from documents kept at the office of their Registered Agent we are not aware of any action being taken or threatened to be taken against the Company or its assets or with a view to winding it up
3. that as far as can be determined from the documents kept at the office of their Registered Agent, the Directors appointed are as follows:

Jang Fabricio Acosta	Appointed as
9 de Mayo entre 25 de Junio y Sucre Edificio	Director
Orocentro 2 Piso 2, Arriba Bingo Central	
Machala, El Oro	
Ecuador	

4. that as far as can be determined from the documents kept at the office of their Registered Agent, the Shareholders of the Company are as follows:

Jang Fabricio Acosta	
9 de Mayo entre 25 de Junio y Sucre Edificio	Holds 1500
Orocentro 2 Piso 2, Arriba Bingo Central	Shares on
Machala, El Oro	Certificate #1
Ecuador	

Dated this fourth day of April, 2013

PAMELA MARIE BIORI  
NOTARY PUBLIC  
STATE OF DELAWARE  
My commission expires May 9, 2013

Marianne McCabe  
For and on behalf of  
VALIS Group Inc.

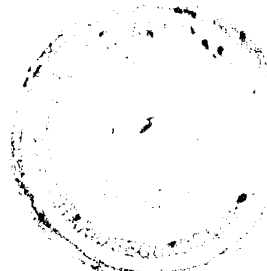
Please contact VALIS Group Inc. for confirmation of the veracity of this document.

CERTIFICATE  
15 APR 2013

2013-07-01-02-D-002094

VALIS Group Inc. 10:Delaware State (1302/393812)

21:52 09/06/11GMI-05 Pg 02-04



State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:52 PM 09/06/2011  
FILED 09:52 PM 09/06/2011  
SRV 110982529 - 5004223 FILE

**CERTIFICATE OF INCORPORATION  
OF  
GRUPO ACOSTA ECUADOR LIMITED**

**I, THE UNDERSIGNED**, for the purposes of incorporating and organizing a corporation under the General Corporation Law of the State of Delaware, do execute this Certificate of Incorporation and do hereby certify as follows:

**FIRST:** The name of the corporation is Grupo Acosta Ecuador Limited.

**SECOND:** Its registered office is to be located at Suite 105, 501 Silverside Road, Wilmington, DE 19809, County of New Castle. The name of the registered agent at such address is VALIS Group Inc.

**THIRD:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Laws.

**FOURTH:** The amount of total authorized capital stock of the corporation is one thousand five hundred (1500). All such shares are to be without par value and are to be of one class.

**FIFTH:** The incorporator of the corporation is Tracey Gendron, whose mailing address is Suite 105, 501 Silverside Road, Wilmington, DE 19809.

**SIXTH:** A director of the corporation shall not be liable to the corporation or its shareholders for monetary damages from breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence shall not adversely affect any right or protection of a director of the corporation hereunder in respect of any act of omission occurring prior to the time of such amendment, modification or repeal.

**SEVENTH:** The powers of the incorporator are to terminate upon filing of this Certificate. The name and mailing address of the person(s) who will serve as the initial director(s) until the first annual meeting of the stockholders of the corporation, or until a successor(s) is elected and qualified are:

Jang Fabricio Acosta  
9 de Mayo entre 25 de Junio y Sucre Orocentro 2 Segundo Piso  
Machala, El Oro  
Ecuador

The undersigned incorporator hereby acknowledges that the foregoing Certificate of Incorporation is their act and deed on this sixth day of September, 2011.

Tracey Gendron  
INCORPORATOR

15 SEP 2013