

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GREEN COAST COMMODITIES 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 FIRST DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GREEN COAST COMMODITIES LLC" WAS FORMED ON THE THIRD DAY OF MARCH, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

DOY FE QUE ESTE DOCUMENTO ES
FIEL COPIA DE SU ORIGINAL
Y CONSTA DE 1 FOJA(S)
Guayaquil, 30 MAR 2012

Dr. Rodolfo Pérez Pimentel
NOTARIO XVI - GUAYAQUIL

de la Ley N° 15
de la Ley N° 12 de la Ley N° 14;
de por el Decreto Supremo
N° 1386, de Marzo 31 de 1977;
que la fotocopia preceden
de (2) fojas
al documento que se
Cada

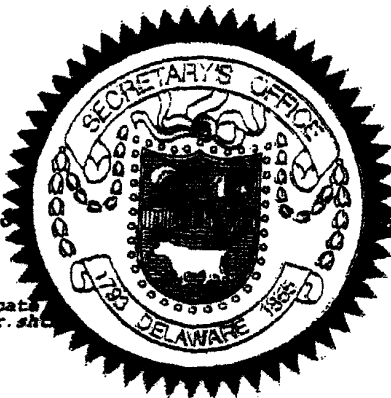
26 MAY 2012

Dr. Rodolfo Pérez Pimentel
NOTARIO PUBLICO DECIMO SETO

4512835 838

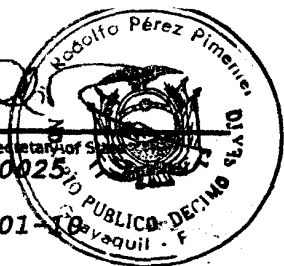
100227631

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



AUTHENTICATION: 7840025

DATE: 03-01-10



X-17439
69719
2011

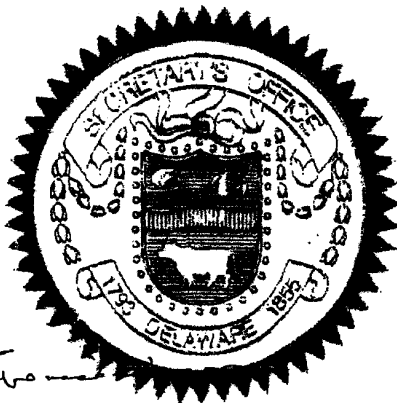
Apostille

(Convention de La Haye du 5 Octobre 1961)

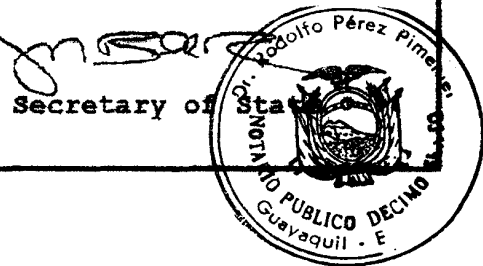
1. Country: United States of America
2. This public document:
has been signed by Jeffrey W. Bullock
3. acting in the capacity of Secretary of State of Delaware
4. bears the seal/stamp of Office of Secretary of State

Certified

5. at Dover, Delaware
6. the first day of March, A.D. 2010
7. by Secretary of State, Delaware Department of State
8. No. 0408021
9. Seal/Stamp:
10. Signature:



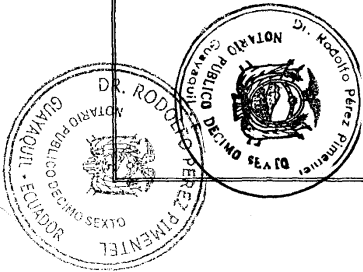
DOY FE QUE ESTE DOCUMENTO ES
FIEL COPIA DE SU ORIGINAL
Y CONSTA DE 1 FOJA(S)
30 MAR. 2012
Guayaquil,



Dr. Rodolfo Pérez Pimentel
NOTARIO XVI - GUAYAQUIL

GREEN COAST COMMODITIES LLC
REGISTER OF MANAGERS

MANAGER'S NAME	ADDRESS	OFFICE	DATE ELECTED	DATE RESIGNED
JULIO CESAR ZAMBRANO GONZÁLEZ		OPERATING MANAGER	03/03/2008	
RICARDO OCTAVIO ZAMBRANO GONZÁLEZ		SECRETARY / MANAGER	03/03/2008	



MINUTES OF THE MEETING OF THE MANAGERS OF

GREEN COAST COMMODITIES LLC

That the Undersigned have been designated Agents of the Managers of the Company:

Place:

Date: 10th day of September, 2008.

Time: one o' clock in the afternoon (1:00 p.m.)

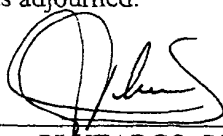
PLUTARCO COHEN, ELBA FERNANDEZ DE GARCIA, being Agents of the Managers of **GREEN COAST COMMODITIES LLC** hereby confirms that in accordance to the Company's Agreement, the following resolutions were ratified, approved and adopted:

FIRST: To grant a General Power of Attorney in favor of Mr. JULIO CESAR ZAMBRANO GONZALEZ, male, of legal age, and RICARDO OCTAVIO ZAMBRANO GONZALEZ, male, of legal age, both with address at Chile 705 y Sucre, Mezanine Oficina 2, Guayaquil, Ecuador.

SECOND: To authorize Mrs. JULIO CESAR ZAMBRANO GONZÁLEZ and RICARDO OCTAVIO ZAMBRANO GONZÁLEZ, Managers of the Company, to grant the above mentioned Power of Attorney in the terms and conditions they may deem convenient, and according to the instrument attached hereto as exhibit A.

There being no further matters to be discussed, the meeting was adjourned.


ELBA FERNANDEZ DE GARCIA
Agent of the Manager

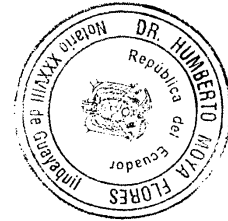

PLUTARCO COHEN
Agent of the Manager



GREEN COAST COMMODITIES LLC

REGISTRO DE ADMINISTRADORES

NOMBRE DEL ADMINISTRADOR	DIRECCIÓN	CARGO	FECHA DE DESIGNACIÓN	FECHA DE RENUNCIA
JULIO CESAR ZAMBRANO GONZÁLEZ		Gerente/ Administrador de Operaciones	03/03/2008	
RICARDO OCTAVIO ZAMBRANO GONZÁLEZ		Secretario/ Administrador	03/03/2008	



Acta de la Junta de Administradores de

GREEN COAST COMMODITIES LLC



Los suscritos han sido designados Representantes de los Administradores de la Compañía:

Lugar:

Fecha: 10 de septiembre de 2008.

Hora: una de la tarde (1:00 pm)

PLUTARCO COHEN, ELBA FERNANDEZ DE GARCIA, siendo los Representantes de los Administradores de **GREEN COAST COMMODITIES LLC**, por medio del presente confirman que, de acuerdo a lo establecido en el Estatuto Social de la compañía, las siguientes resoluciones fueron ratificadas, aprobadas y adoptadas:

PRIMERO: Otorgar un Poder General a favor del señor JULIO CESAR ZAMBRANO GONZALEZ, de sexo masculino, mayor de edad, y a favor del señor RICARDO OCTAVIO ZAMBRANO GONZALEZ, de sexo masculino, mayor de edad, ambos domiciliados en Chile 705 y Sucre, Mezanine Oficina 2, Guayaquil, Ecuador.

SEGUNDO: Autorizar al señor JULIO CESAR ZAMBRANO GONZALEZ y al señor RICARDO OCTAVIO ZAMBRANO GONZALEZ, Administradores de la Compañía, a otorgar el mencionado Poder General en los términos y condiciones que consideren convenientes y de acuerdo al documento que se adjunta a la presente como Anexo A.

No habiendo otro asunto que resolver, la Junta fue suspendida.

(firma ilegible)

ELBA FERNANDEZ DE GARCIA

Representante el Administrador

(firma ilegible)

PLUTARCO COHEN

Representante del Administrador

