

State of Florida



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 Beth Anne Leon

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 Twenty-Ninth day of October, A.D., 2019

7. by Secretary of State, State of Florida

8. No. 2019-131420

9. Seal/Stamp:



10. Signature:

Ronald R. Lee

Secretary of State

Secretary of State

DSDE 99 (2/12)

FLORIDA NOTARY ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF Miami -DADE

NOTARY PUBLIC: BETH ANNE LEON

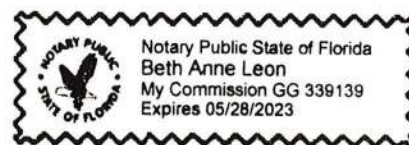
The foregoing instrument was acknowledged before me this 29 (numeric date) day of OCTOBER (month), 2019 (year), by

ALEXANDRA MEADE (name of person acknowledging).



Signature of Notary Public

Print, Type/Stamp Name of Notary



Personally known: NO

OR Produced Identification: YES

Type of Identification Produced: AUSTRALIA PASSPORT



POWER OF ATTORNEY

GREAT GROUP HOLDING LP, a Canadian Limited Partnership, numbered **291110807**, whose registered office is situated at the 1934 Bloor Street West, Unit 2, Toronto, Ontario M6P 3K8 Canada (hereinafter referred to as "the Company") herein represented by its Registered Agent, **VGV (CANADA) LP**, represented by its Document Procurement Officer, **ALEXANDRA MEADE** (hereinafter referred to as "the Agent") does hereby grant a **General Power of Attorney** in favor of **FERNANDO ANDRES PEREZ CARRION** citizen of Ecuador (Passport n. 1710004738) hereinafter referred to as "the Attorney", to manage the Company's affairs according to the following:

To manage, execute and realize, on behalf of the Company, all the transactions related to every movable or immovable, corporeal or incorporeal, property of the Company. The Attorneys will be able to sign forms, contracts, public contracts, declarations, certifications, and every other document that might be necessary to sign in order to achieve the object of this Power of Attorney.

To receive, dispose, transfer every movable or immovable, corporeal or incorporeal, the Company owns, with faculty to sign every kind of document public or private that might be necessary for the negotiation, sale and transfer of movable or immovable (forms, promissory contracts, contracts, public contract of sale, certifications, and petitions to the Municipality).

To purchase, acquire, receive on behalf of the Company every kind of movable or immovable properties for any other reason, being able to sign whatever kind of document public or private that might be necessary for the negotiation, sale and transfer of movable or immovable (forms, promissory contracts, contracts, public contract of sale, certifications, and petitions to the Municipality).

To lease, pledge, mortgage, encumber, donate, sell, rent, or dispose of in any way or manner, the movable or immovable, corporeal or incorporeal, properties of the Company.

To represent the Company in matters of administration as well as in all affairs of management and situations in which the Company has an interest, also in general partnerships or joint ventures; to buy stocks or shares of any kind in other companies; to take part in Assemblies or meetings in order to make any kind of agreements, including agreements of constitution, transformation, increase of capital and dissolution of companies; to attend, participate and be present in all kind of Ordinary, Extraordinary or Universal General Meetings held in the company or companies of which **GREAT GROUP HOLDING LP** is or becomes a partner or shareholder, intervening with voice and vote, signing the minutes and protecting or making protect the rights

VGV (CANADA) LP.
1934 Bloor Street West, Unit 2,
Toronto, Ontario, Canada M6P



granted to the represented by law or by the statutes that govern the Company or Companies; to suggest, accept or deny whatever appointment proposed to the Company by the company or companies of which **GREAT GROUP HOLDING LP** is or becomes a partner or shareholder.

To buy, sell, cede, transfer, subscribe, endorse, permute, pledge, encumber or transfer them to a trust, stocks or shares of any kind in other companies the Company owns or will get to own in the future in the companies of which **GREAT GROUP HOLDING LP** is or becomes a partner or shareholder, receiving the corresponding share certificates, as well as sign endorsements and subscribe deeds, notes or notifications of transfer, bills or share certificates, in order to achieve the object of this Power of Attorney.

To represent the Company in matters of administration as well as in all affairs of management and situations in which the Company has an interest, also in general partnerships or joint ventures.

To take part in Assemblies or meetings in order to make any kind of agreements, including agreements of constitution, transformation, increase of capital and dissolution of companies; to attend, participate and be present in all kind of Ordinary, Extraordinary or Universal General Meetings held in the company or companies of which **GREAT GROUP HOLDING LP** is or becomes a partner or shareholder, intervening with voice and vote, signing the minutes and protecting or making protect the rights granted to the represented by law or by the statutes that govern the Company or Companies.

To be able to claim and receive legal, judicial or extrajudicial, the values that the Principal owns or come to possess in the company or companies, by way of profits, and in proportion to the units or shares belonging to it; therefore, she is entitled to sign any receipt or document related to profits or for any other reason.

To open and/or close, manage and operate checking or savings account on behalf of their principal. The Attorneys will be able to administer the current or savings account with their sole separate signature, in the name of the Principal.

To realize whichever act on behalf of the Company with whatsoever Financial Institution, to obtain, renew or cancel credits, mortgages o other pending obligation existing or in the future.

To issue notes, signs, bills of exchanges as a drawer, acceptor, endorser or guarantor; accept obligations, be they of a commercial or civil nature. To deliver, pay, cancel or receive money, checks, deposits or whatever other monetary value, with faculty to endorse checks to the bank account the Company owns.

VG|V (CANADA) LP.
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3K8



To realize every act or transaction, with the Ecuadorian Service of Internal Revenues (SRI) to obtain, update, cancel the Unique Register of Taxpayers (RUC), to pay whatever kind of tax, tribute, special contribution, among others; to file whatever kind of declaration, consultation or testimony.

To represent the Principal in any judicial or extra-judicial matter currently pending or appearing in the future, on demand or defend its interests, rights and actions, and may propose and continue demands, answer orally or in writing where appropriate; exercising, desisting, negotiating, extinguishing or running out the rights and actions or exceptions related, in all its incidents and instances, of every nature in front of any competent authority either Courts, Tribunals, Agencies, Corporations, Authorities and officials, either by themselves or through others, and even, in all kinds of acts of judicial or extrajudicial conciliation, until the completion thereof.

To demonstrate, exhibit or declare the express consent of **GREAT GROUP HOLDING LP** when requested by the Law.

The Power of Attorney herein granted may be used and exercised by **FERNANDO ANDRES PEREZ CARRION**, to act individually in any part of the world, including any country, state, colony, province, municipality, or political subdivision of any country.

This Power of Attorney shall remain in full force and effect indefinitely, or until such time as expressly revoked by the Company or surrendered by the Attorneys.

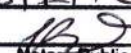
Issued and signed on October 16th, 2019, in the city of Montreal.

For and on behalf of **GREAT GROUP HOLDING LP**,




For and on behalf of
VG V (CANADA) LP
Registered Agent
Alexandra Meade
Director

VG V (CANADA) LP.
1934 Bloor Street West, Unit 2,
Toronto, Ontario, Canada M6P
3K8

STATE OF FLORIDA, COUNTY OF MIAMI-DADE
The foregoing instrument was acknowledged before me this
29 day of OCTOBER, 2019, by
Alexandra meade
Personally Known NO OR Produced Identification ✓
Type of Identification Produced AUSTRALIAN ID

Notary Public Signature

PODER GENERAL

GREAT GROUP HOLDING LP, una sociedad de Responsabilidad Limitada canadiense con el número **291110807** con domicilio social en 1934 Bloor Street West, Unit 2, Toronto, Ontario M6P 3K8 Canada (en adelante, "la Compañía") representada por su Agente Registrado, **VGV (CANADA) LP.**, Representada por su Director, **ALEXANDRA MEADE** (en lo sucesivo "el Agente") otorga un Poder General a favor de **FERNANDO ANDRES PEREZ CARRION**, ciudadano de Ecuador (Pasaporte n. 1710004738) en adelante denominada "el Apoderado", para administrar los asuntos de la Compañía de acuerdo a lo siguiente:

Gestionar, ejecutar y llevar a cabo, en nombre de la Compañía, todas las transacciones relacionadas con cualquier bien mueble o inmueble, materiales o inmateriales, de la Compañía. Los Apoderados podrán firmar formularios, contratos, contratos públicos, declaraciones, certificaciones y cualquier otro documento que sea necesario firmar para lograr el objeto del presente Poder General.

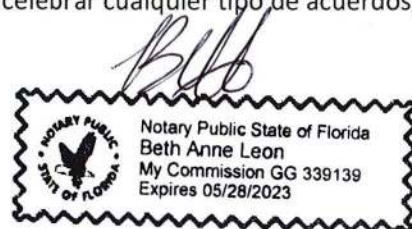
Recibir, disponer, traspasar todo bien mueble o inmueble, materiales o inmateriales, que la Compañía la posea, con facultad de firmar todo tipo de documentos públicos o privados que sean necesarios para la negociación, venta y cesión de bienes muebles o inmuebles (formularios, contratos de promesa, contratos, contratos públicos de venta, certificaciones y peticiones a la Municipalidad).

Comprar, adquirir, recibir por cualquier razón, a nombre de la Compañía toda clase de bienes muebles o inmuebles, pudiendo firmar cualquier tipo de documento público o privado que sea necesario para la negociación, venta y transferencia de bienes muebles o inmuebles (formularios, contratos de promesa, contratos, contratos públicos de venta, certificaciones y peticiones a la Municipalidad).

Alquilar, adquirir compromisos, hipotecar, gravar, donar, vender, alquilar o disponer de cualquier forma o manera, las propiedades muebles o inmuebles, materiales o inmateriales de la Compañía.

Representar a la Compañía en temas de administración, así como en todos los asuntos de administración y en situaciones en que la Compañía tenga interés, adicionalmente en sociedades en general o negocios conjuntos; comprar acciones o participaciones de cualquier tipo en otras empresas; Participar en Asambleas o reuniones con el fin de celebrar cualquier tipo de acuerdos,

VGV (CANADA) LP.
1934 Bloor Street West, Unit 2,
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3K8



incluyendo acuerdos de constitución, transformación, aumento de capital y disolución de compañías; Asistir, participar y estar presente en todo tipo de Asambleas Ordinarias, Extraordinarias o Universales celebradas en la o las compañías de las cuales **GREAT GROUP HOLDING LP.** es o se convierte en socio o accionista, interviniendo con voz y voto, firmando las actas y protegiendo o protegiendo los derechos por ley otorgados a los representados o por los estatutos que rigen la Compañía o Compañías; sugerir, aceptar o negar cualquier nombramiento propuesto a la Compañía por la compañía o compañías de las cuales **GREAT GROUP HOLDING LP.** es socio o se convierte en socio.

Comprar, vender, ceder, transferir, suscribir, endosar, permutar, adquirir compromisos, gravar o transferir a un fideicomiso, acciones o participaciones de cualquier clase a otras sociedades que la Compañía posea o llegará a poseer en el futuro en las compañías de las cuales **GREAT GROUP HOLDING LP.** es o se convierta en socio o accionista, recibiendo los correspondientes certificados de acciones, así como firmar endosos y suscribir escrituras, notas o notificaciones de transferencia, facturas o certificados de acciones, a fin de lograr el objeto de este Poder General.

Representar a la Compañía en materias de administración, así como en todos los asuntos de la administración y situaciones en las cuales la Compañía tiene interés, también en sociedades en general o empresas conjuntas.

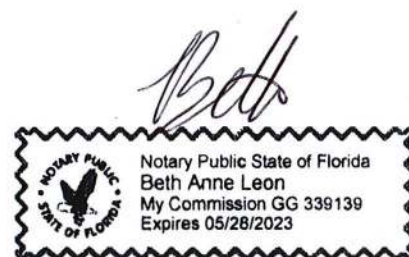
Participar en Asambleas o reuniones con el fin de celebrar cualquier tipo de acuerdos, incluyendo acuerdos de constitución, transformación, aumento de capital y disolución de compañías; Asistir, participar y estar presente en todo tipo de Asambleas Ordinarias, Extraordinarias o Universales celebradas en la compañía o las compañías de las cuales **GREAT GROUP HOLDING LP.** es o fuere socio o accionista, interviniendo con voz y voto, firmando las actas y protegiendo o hacer proteger por ley los derechos otorgados a los representados.

Para poder reclamar y recibir los valores legales, judiciales o extrajudiciales, los valores que el Mandante posea o llegue a poseer en la compañía o compañías, mediante beneficios, y en proporción a las unidades o acciones que le pertenezcan; Por lo tanto, tiene derecho a firmar cualquier recibo o documento relacionado con las utilidades o por cualquier otro motivo.

Para abrir y/o cerrar, administrar y operar cuentas corrientes o de ahorros en nombre de su Mandante. Los Apoderados podrán administrar la cuenta corriente o de ahorros con su sola firma separada, en nombre del Mandante.

Llevar a cabo cualquier acto en nombre de la Compañía con cualquier Institución Financiera, para obtener, renovar o cancelar créditos, hipotecas u otra obligación pendiente existente o que existiera en el futuro.

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1934 Bloor Street West, Unit 2,
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3K8



Emitir notas, letras de cambio como librador, aceptante, endosante o garante; Aceptar obligaciones, ya sean de carácter comercial o civil. Entregar, pagar, cancelar o recibir dinero, cheques, depósitos o cualquier otro valor monetario, con la facultad de endosar cheques a la cuenta bancaria propiedad de la Compañía.

Llevar a cabo cada acto o transacción con el Servicio de Rentas Internas del Ecuador (SRI) para obtener, actualizar, cancelar el Registro Único de Contribuyentes (RUC) , pagar cualquier tipo de impuesto, tributo, contribución especial, entre otros; Para presentar cualquier tipo de declaración, consulta o testimonio.

Representar al Mandante en cualquier asunto judicial o extrajudicial que se encuentre pendiente o en el futuro, a petición o en defensa de sus intereses, derechos y acciones, pudiendo proponer y continuar demandas, contestar oralmente o por escrito cuando se considere necesario; Ejercer, desistir, negociar, extinguir o cuando se hayan agotado los derechos y acciones o excepciones relacionadas, en todos sus incidentes e instancias, de cualquier naturaleza frente a cualquier autoridad competente, ya sea en Cortes, Tribunales, Agencias, Corporaciones, Autoridades y funcionarios o por medio de otros, e incluso, en todo tipo de actos de conciliación judicial o extrajudicial, hasta su finalización.

Para demostrar, exhibir o declarar el consentimiento expreso de **GREAT GROUP HOLDING LP** así lo solicite la Ley.

El Poder General otorgado por éste medio podrá ser utilizado y ejercitado por **FERNANDO ANDRES PEREZ CARRION** para actuar en conjunto o individualmente o en cualquier parte del mundo, incluyendo cualquier país, estado, colonia, provincia, municipio o subdivisión política de cualquier país.

Este Poder General permanecerá en plena vigencia y efecto indefinidamente, o hasta el momento que sea expresamente revocado por la Compañía o entregado por los Apoderados.

Publicado y firmado el 16 de octubre de 2019, en la ciudad del Montreal, Canada.

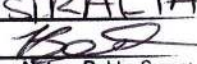
Por y en nombre de **GREAT GROUP HOLDING LP**.



For and on behalf of
VG V (CANADA) LP
Registered Agent
Alexandra Meade
Director

VG V (CANADA) LP.
1934 Bloor Street West, Unit 2,
Toronto, Ontario, Canada M6P
3K8



STATE OF FLORIDA, COUNTY OF MIAMI-DADE
The foregoing instrument was acknowledged before me this
29 day of OCTOBER, 20 19 by
Alexandra meade
Personally Known NO OR Produced Identification YES
Type of Identification Produced AUSTRALIA ID

Notary Public Signat:



CORPORATE
SERVICES

CERTIFICATE OF INCUMBENCY

OF

GREAT GROUP HOLDING LP

We, **VGV (CANADA) LP.**, in our capacity as Registered Agent, **GREAT GROUP HOLDING LP** (The "Partnership"), a Limited Partnership existing under the Laws of Canada, do hereby certify the following:

1. The name of the Partnership is **GREAT GROUP HOLDING LP**.
2. The Partnership was incorporated on **October 16th, 2019**.
3. The Partnership exists under the Laws of Canada as Company number **291110807**.
4. The Registered Agent of the Company is **VGV (CANADA) LP.**, 1934 Bloor St. W, Unit 2 Toronto, Canada, Ontario M6P 3K8.
5. The Registered Office of the Partnership **1934 Bloor St W, Unit 2 Toronto, Canada, Ontario M6P 3K8**.
6. The Partnership issued 10.00 shares with a par value of \$1.00 Canadian Dollars each of ordinary class.
7. In so far as is evidenced by the documents filed at the Registered Office, the Partnership is in existence and in good standing.
8. According to the documents filed on the Partnerships file on October 16th, 2019, 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.
9. According to the Partnership records, the Partnership has not created any charges over its assets.
10. According to the Partnership records, the Limited Partner of the Partnership is:

Limited Partner:

Percentage of Participation:

GREAT GROUP TRUST

100%

11. According to the Partnership records, the General Partner of the Partnership is:

General Partner:

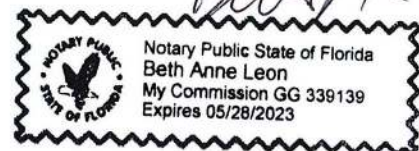
Percentage of Participation:

GREAT GROUP TRUST

0%

Richmond Hill, Canada on October 16th, 2019,

For and on behalf of
VGV (CANADA) LP
Registered Agent
Alexandra Meade



STATE OF FLORIDA, COUNTY OF MIAMI-DADE
The foregoing instrument was acknowledged before me this
29 day of OCTOBER, 2019 by
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