

**State of California**  
**Secretary of State**

This Certificate is not valid for use anywhere within the United States of America, its territories or possessions.

|                                                                                                                  |                                                                                     |                                               |                                                                                       |
|------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|-----------------------------------------------|---------------------------------------------------------------------------------------|
| <b>APOSTILLE</b><br>(Convention de La Haye du 5 octobre 1961)                                                    |                                                                                     |                                               |                                                                                       |
| <b>1. Country:</b><br>Pays / País:                                                                               | United States of America                                                            |                                               |                                                                                       |
| <b>This public document</b><br>Le présent acte public / El presente documento público                            |                                                                                     |                                               |                                                                                       |
| <b>2. has been signed by</b><br>a été signé par<br>ha sido firmado por                                           | Pilar Chang                                                                         |                                               |                                                                                       |
| <b>3. acting in the capacity of</b><br>agissant en qualité de<br>quien actúa en calidad de                       | Notary Public, State of California                                                  |                                               |                                                                                       |
| <b>4. bears the seal / stamp of</b><br>est revêtu du sceau / timbre de<br>y está revestido del sello / timbre de | Pilar Chang , Notary Public, State of California                                    |                                               |                                                                                       |
| <b>Certified</b><br>Attesté / Certificado                                                                        |                                                                                     |                                               |                                                                                       |
| <b>5. at</b><br>à / en                                                                                           | Sacramento, California                                                              | <b>6. the</b><br>le / el día                  | 25th day of May 2018                                                                  |
| <b>7. by</b><br>par / por                                                                                        | Secretary of State, State of California                                             |                                               |                                                                                       |
| <b>8. N°</b><br>sous n°<br>bajo el número                                                                        | 64592                                                                               |                                               |                                                                                       |
| <b>9. Seal / stamp:</b><br>Sceau / timbre:<br>Sello / timbre:                                                    |  | <b>10. Signature:</b><br>Signature:<br>Firma: |  |

This Apostille only certifies the authenticity of the signature and the capacity of the person who has signed the public document, and, where appropriate, the identity of the seal or stamp which the public document bears.

This Apostille does not certify the content of the document for which it was issued.

To verify the issuance of this Apostille, see: [www.sos.ca.gov/business/notary/apostille-search/](http://www.sos.ca.gov/business/notary/apostille-search/).

**This certificate does not constitute an Apostille under the Hague Convention of 5 October 1961, when it is presented in a country which is not a party to the Convention. In such cases, the certificate should be presented to the consular section of the mission representing that country.**

Cette Apostille atteste uniquement la véracité de la signature, la qualité en laquelle le signataire de l'acte a agi et, le cas échéant, l'identité du sceau ou timbre dont cet acte public est revêtu.

Cette Apostille ne certifie pas le contenu de l'acte pour lequel elle a été émise.

Cette Apostille peut être vérifiée à l'adresse suivante: [www.sos.ca.gov/business/notary/apostille-search/](http://www.sos.ca.gov/business/notary/apostille-search/).

**Ce certificat ne constitue pas une Apostille en vertu de la Convention de La Haye du 5 Octobre 1961, lorsque présenté dans un pays qui n'est pas partie à cette Convention. Dans ce cas, le certificat doit être présenté à la section consulaire de la mission qui représente ce pays.**

Esta Apostilla certifica únicamente la autenticidad de la firma, la calidad en que el signatario del documento haya actuado y, en su caso, la identidad del sello o timbre del que el documento público esté revestido.

Esta Apostilla no certifica el contenido del documento para el cual se expidió.

Esta Apostilla se puede verificar en la dirección siguiente: [www.sos.ca.gov/business/notary/apostille-search/](http://www.sos.ca.gov/business/notary/apostille-search/).

**Este certificado no constituye una Apostilla en virtud del Convenio de La Haya de 5 de octubre de 1961 cuando se presenta en un país que no es parte del Convenio. En estos casos, el certificado debe ser presentado a la sección consular de la misión que representa a ese país.**

## PODER

En nombre y representación de Visa International Service Association (la "Compañía"), se otorga el presente poder con efecto inmediato, a favor de la compañía ecuatoriana **ESCROWADM S.A.**, con plena autoridad para que pueda realizar lo siguiente en nombre de la Compañía en la República del Ecuador:

- a) Celebrar la escritura pública de constitución de una sociedad mercantil en Ecuador, de la que la poderdante sea socia o accionista.
- b) Hacer trámites y gestiones con cualquier tercera persona para lograr la constitución de dicha sociedad, incluyendo pero sin limitarse a obtener y gestionar documentos públicos, cuentas y documentos bancarios, publicaciones, registros, u obtención de documentos y solicitudes.
- c) Obtener cualquier autorización o permiso que sean necesarios para la constitución de la sociedad mercantil mencionada y para que aquélla tenga vigencia legal y pueda contratar con terceros. Gestionar, negociar e interactuar con cualquier persona o autoridad en la República del Ecuador.
- d) En general, firmar o suscribir documentos, peticiones, formularios o cualquier tipo de papeles, hacer cualquier tipo de gestión o trámite necesarios para la constitución y funcionamiento de una sociedad mercantil ecuatoriana, incluyendo documentos municipales, administrativos, societarios, mercantiles y tributarios, por ejemplo.
- e) Representar a la Compañía, de conformidad con lo establecido en la Ley de Compañías de la República del Ecuador y, en general, firmar o suscribir documentos, peticiones, formularios o cualquier otro tipo de documentos y hacer cualquier tipo de gestión o trámite que sean necesarios, relacionados con el reporte anual de socias o accionistas extranjeras a presentarse ante la Superintendencia de Compañías, Valores y Seguros, en donde la Compañía sea socia o accionista de una compañía ecuatoriana.
- f) Actuar a nombre de la Compañía en las Juntas Generales de Socios o Accionistas de la sociedad mercantil ecuatoriana, en donde la Compañía sea socia o accionista.

## POWER OF ATTORNEY

On behalf and in representation of Visa International Service Association (the "Company"), a power of attorney with immediate effect is hereby granted to the Ecuadorian company **ESCROWADM S.A.**, with full authority to do the following on behalf of the Company in the Republic of Ecuador:

- a) Execute a public deed for the incorporation of a commercial company in Ecuador in which the Company is a partner or shareholder.
- b) Take steps and actions with any third party in order to incorporate that company, including but without being limited to obtaining and processing public documents, bank accounts and documents, publications, registries, or obtaining documents and applications.
- c) Obtain any authorization or permit as shall be necessary to incorporate the aforementioned commercial company so that it may have legal existence and may enter into contracts with third parties. Take steps, negotiate and interact with any person or authority in the Republic of Ecuador.
- d) In general, sign or execute documents, petitions, forms or other papers; take the steps or proceeding necessary for the incorporation an Ecuadorian commercial company, including municipal, administrative, corporate, commercial and tax documents, for example.
- e) Represent the Company, according to the Ecuadorian Companies Act, and in general, sign or execute documents, petitions, forms or any other documents and take the steps or proceeding necessary, related to the annual foreign shareholders report to be filed before the Superintendency of Companies, where the Company is a shareholder of an Ecuadorian company.
- f) To act on behalf of the Company at the Shareholders Meetings of the Ecuadorian commercial company, whereby the Company is a partner or shareholder.



Es la intención clara y expresa del poderdante que no haya persona o autoridad en la República del Ecuador que pueda alegar insuficiencia o falta de claridad de poder.

Este instrumento se regirá por las leyes de la República del Ecuador, y estará vigente por un año desde la fecha de suscripción.

It is the clear and express intention of the Company that no person of authority in the Republic of Ecuador may allege insufficiency or lack of clarity of this Power of Attorney.

This instrument shall be governed by the laws of the Republic of Ecuador, and be in force for a calendar year since execution date.

Foster City, California, USA

Fecha / Date: Mayo / May 22, 2018



Simona B. Katcher

Secretaria Adjunta / Assistant Secretary

**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

**CIVIL CODE § 1189**

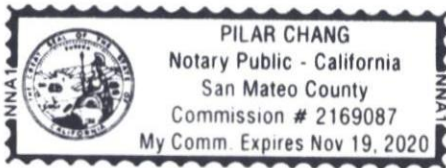
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California San Mateo  
 County of San Mateo  
 On MAY 22 2018 before me, Pilar Chang, Notary Public  
 Date Here Insert Name and Title of the Officer  
 personally appeared Simona B. Fatcher  
 Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature [Signature]  
 Signature of Notary Public

Place Notary Seal Above

**OPTIONAL**

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

**Description of Attached Document**

Title or Type of Document: Power of Attorney Document Date: MAY 22 2018  
 Number of Pages: 2 Signer(s) Other Than Named Above: N/A.

**Capacity(ies) Claimed by Signer(s)**

Signer's Name: Simona B. Fatcher  
☒ Corporate Officer — Title(s): Assistant Secretary  
☐ Partner — ☐ Limited ☐ General  
☐ Individual ☐ Attorney in Fact  
☐ Trustee ☐ Guardian or Conservator  
☐ Other: \_\_\_\_\_

Signer's Name: \_\_\_\_\_  
☐ Corporate Officer — Title(s): \_\_\_\_\_  
☐ Partner — ☐ Limited ☐ General  
☐ Individual ☐ Attorney in Fact  
☐ Trustee ☐ Guardian or Conservator  
☐ Other: \_\_\_\_\_

Signer Is Representing: VCA International Service Association

Signer Is Representing: \_\_\_\_\_

NOTARIAL PUBLIC

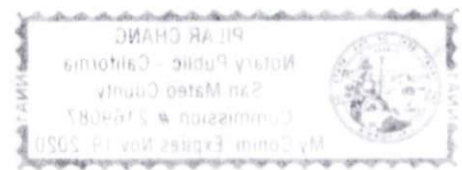
and the undersigned, Notary Public, do hereby certify that the foregoing is a true and correct copy of the original as the same appears to me.

MAY 23 2018

Best Wang

15:45

Notary Public  
San Mateo County  
Commission # 516987  
My Comm Expires Nov 19, 2020



MAY 23 2018

Best Wang

15:45

Notary Public

San Mateo County

Commission # 516987

My Comm Expires Nov 19, 2020