

5.

"POWER OF ATTORNEY"
issued by

ANTLER ASSOCIATES LLC
("the Company")

A Limited Liability Company incorporated under the laws of
the State of Delaware

We, ANTLER ASSOCIATES LLC, duly authorized by the Operating Agreement of the Company, NOW HEREBY APPOINT PEDRO JOSÉ ARTETA CARDENAS, with passport No. 1701962407 and CARLOS ARTURO IGNACIO VALDIVIESO EGUIGUREN, with passport No. 1704497807, with individual signature, to be our true and lawful Attorneys and Agents with full power on behalf of the Company, to mortgage, encumber, or dispose in any way or manner, the movable or immovable, corporeal or incorporeal property of the Company, to accept, endorse, collect, deposit and transfer checks, notes and any other negotiable instruments in its name, to open and to close any kind of bank account; to draw from accounts and bank deposits of the Company, be they checking accounts, time deposits, or against overdraft or any other kind of deposits; to issue notes, sign bills of exchange as a drawer, acceptor, endorser or guarantor; to accept obligations, be they of a commercial or civil nature, to represent the Company in matters of disposition and 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 stock 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, dissolution and liquidation of companies; to become the legal representative of the Company as plaintiff, defendant, third party or in any other form, be they judicial, administrative, concerning labor, or of any other nature, to represent the Company whenever deemed appropriate, and as specifically set forth herein, to sign and execute joint or individually any and all documents on behalf of the Company, to subscribe documents wherein the Company may be involved as debtor or creditor; to make arrangements using arbitrators or any other type of arrangement whatsoever and to complete any act or enter into any contract that may be considered beneficial to the interests of the Company; all such powers shall be exercised without any requirement that evidence of the Attorneys' capacity be adduced in order to act on behalf of the Company.

This Power of Attorney may be exercised by the herein appointed Attorneys on behalf of the Company in any part of the world including any country, state, colony, province, municipality or political subdivision of any country.

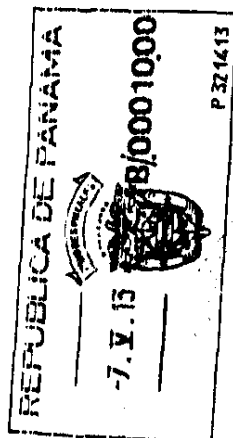
Issued and signed on the 12th day of April, 2013.


GEM CORP LIMITED

Represented by:

Sole Manager

Karen Marshall
Director



Yo Agustín Pitty Arosemena Notario Público Octavo Primer Suplente del Circuito de Panamá con Cédula No. 4-148-768

CERTIFICO

Que he cotejado detenida y minuciosamente esta copia fotostática con su original y la he encontrado en todo conforme

Panamá 07 MAY 2013

Agustín Pitty Arosemena
Notario Público Octavo Primer Suplente



APOSTILLE

Convention de la Haye du 5 octobre 1961

1 Pais PANAMA

El presente documento público

2 ha sido firmado por Agustín Pitty Arosemena

3 quien actúa en calidad Notario Público

4 y esta revestido del sello/timbre de 8

CERTIFICADO 07 MAY 2013

5 EN Panamá 6 el día

7 por DIRECCION ADMINISTRATIVA

8 Bajo el número 20271

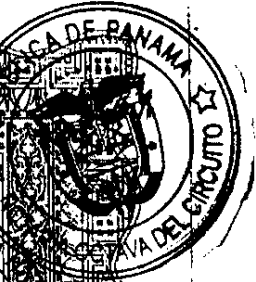
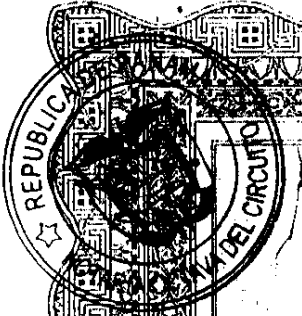
9 Sello/timbre 2 10 Firma Agustín Pitty Arosemena



Esta Autorización no implica responsabilidad en cuanto al contenido del documento

NOTARÍA TRIGÉSIMA 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 Folias 16 MAYO 2013
Quito a, 16 Mayo 2013
Ab. SUZ EUGENIA GUAMANZARA T.
Notaria Suplente Trigesima Novena
Cantón Quito





ANTLER ASSOCIATES LLC
("the Company")

WRITTEN RESOLUTION OF THE SOLE MANAGER

I, the undersigned, being the Sole Manager of ANTLER ASSOCIATES LLC, hereby
THAT it is in the best interests of the Company to grant a Power of Attorney to ~~PEDRO~~
JOSÉ ARTETA CÁRDENAS, with passport No. 1701962407 and CARLOS ARTURO
IGNACIO VALDIVIESO EGUIGUREN, with passport No. 1704497807,

NOW DO HEREBY RESOLVE THAT:

1. The Company appoints PEDRO JOSÉ ARTETA CÁRDENAS, with passport No. 1701962407 and CARLOS ARTURO IGNACIO VALDIVIESO EGUIGUREN, with passport No. 1704497807, to be its attorneys pursuant to the draft instrument attached herewith.
2. The Sole Manager of the Company be and hereby is authorized to execute the said Power of Attorney.

Dated this 12th day of April, 2013:


GEM CORP LIMITED

Represented by:

Sole Manager: **Karen Marshall**
Director