

El candidato Proxy cumplirá con el artículo 6, párrafo cuarto, de la Ley de Compañías de la República del Ecuador, ya que Ferro es accionista de Esfel, S.A., pero no realiza ninguna otra actividad de gestión en el país, ni a menudo ni de vez en cuando.

Date: Jul 30, 2010

By: Mark H. Duesenberg
Mark H. Duesenberg
Vice President, General Counsel
and Secretary
1000 Lakeside Avenue, Cleveland Ohio
44114

Sworn to and subscribed before me this 30th day of June, 2010.

NOTARIA NOVENA DEL CANTON CUENCA
DE ACUERDO CON LA FACULTAD PREVISTA EN EL NUMERAL 5
DEL ART. 18 DE LA LEY NOTARIAL, DOY FE: QUE LA COPIA QUE ANTECEDE
ES IGUAL AL DOCUMENTO PRESENTADO ANTE MI EN FS. _____

KENNETH A. CLARK, Attorney
NOTARY PUBLIC - STATE OF OHIO
 My commission has no expiration date.
 Section 147 '3 & C

CUENCA DE 28 JUL 2010



Dr. Eduardo Pajós Muñoz

POWER OF ATTORNEY

We, the undersigned, FERRO CORPORATION, ("Ferro") a company existing under the laws of the State of Ohio, U.S.A. and located at 1000 Lakeside Avenue, Cleveland, Ohio, 44114 U.S.A. hereby nominate, constitute and appoint Mr. John Kenneth Kelly Joseph, President of Latin American Operations for Ferro, and in his absence to Mr. Antonio Martinez Borrero of Quevedo & Ponce, as its true and lawful attorney-in-fact to represent and sign on behalf of Ferro the minutes of the shareholders meeting of Esfel, S.A., a company established according to the regulations of the Republic of Ecuador.

The proxy nominee will comply with the article 6, fourth paragraph of the Law of the Companies in the Ecuadorian Republic, since Ferro owns shares in Esfel, S.A., but does not perform any other management activity in the Country, neither often nor occasionally.

Executed at Cleveland, Ohio U.S.A.

Date: _____

FERRO CORPORATION

By: _____
Mark H. Duesenberg
Vice President, General Counsel
and Secretary
1000 Lakeside Avenue, Cleveland Ohio
44114

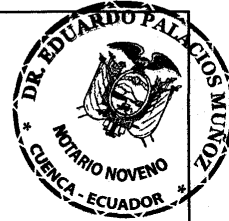
UNITED STATES OF AMERICA
STATE OF OHIO)
)ss.
COUNTY OF CUYAHOGA)

Sworn to and subscribed before me this ____ day of June, 2010.

Notary Public

APOSTILLE

(Convention de la Haye du 5 octobre 1961)



1. Country: United States of America

This public document

2. has been signed by KENNETH A. CLARK

3. acting in the capacity of Attorney at Law, Notary Public, State of Ohio

4. bears the seal/stamp of Notary Public, State of Ohio

CERTIFIED

5. at Columbus, Ohio

6. July 6, 2010

7. by the Secretary of State of Ohio.

8. No. **A 048093**

9. Seal/Stamp:

10. Signature:



Jennifer Brunner

Secretary of State of Ohio

NOTARIA NOVENA DEL CANTON CUENCA
DE ACUERDO CON LA FACULTAD PREVISTA EN EL NUMERAL 5
DEL ART. 18 DE LA LEY NOTARIAL, DOY FE: QUE LA COPIA QUE ANTECEDE
ES IGUAL AL DOCUMENTO PRESENTADO ANTERIORMENTE.
CUENCA DE 28 JUL. 2010 DE 20



Dr. Eduardo Palacios Muñoz

This Apostille certifies only the authenticity of the signature of the official who signed the document, the capacity in which that official acted, and where appropriate, the identity of the seal or stamp which the document bears. This certification does not imply that the contents of the document(s) are correct, nor that they have the approval of this office.