



# THE COMPANIES ACT 2006

Company No. 9517189



The Registrar of Companies for England and Wales hereby certifies that EMPRONORTE OVERSEAS INC. LTD. was incorporated under the Companies Act 2006 as a limited company on 30th March 2015.

According to the documents on file and in the custody of the Registrar, the company is up to date with its filing requirements and has at least 1 director, who is a natural person over the age of 16.

The company has been in continuous unbroken existence since its incorporation and no action is currently being taken by the Registrar of Companies to strike the company off the register or to dissolve it as defunct. As far as the Registrar is aware, the company is not in liquidation or subject to an administration order, and no receiver or manager of the company's property has been appointed.\*\*\*\*\*

Given at Companies House, the 14th December 2015

**R J DAVIES**

for the Registrar of Companies

*This certificate records the result of a search of the information registered by the Registrar. This information derives from filings accepted in good faith without verification. For this reason the Registrar cannot guarantee that the information on the register is accurate or complete.*



<b>APOSTILLE</b> (Convention de La Haye du 5 octobre 1961)	
<b>1. Country:</b> Pays/Pais	United Kingdom of Great Britain and Northern Ireland
<b>This public document</b> Le présent acte public / El presente documento público	
<b>2. Has been signed by</b> a été signé par ha sido firmado por	R J Davies
<b>3. Acting in the capacity of</b> agissant en qualité de quien actúa en calidad de	Officer of the Companies Registration Office,
<b>4. Bears the seal/stamp of</b> est revêtu du sceau / timbre de y está revestido del sello / timbre de	Not Applicable
<b>Certified</b> Attesté / Certificado	
<b>5. at</b> à / en	London
<b>6. the</b> le / el día	17 December 2015
<b>7. by</b> par / por	Her Majesty's Principal Secretary of State for Foreign and Commonwealth Affairs
<b>8. Number</b> sous no / bajo el número	K790474
<b>9. Seal / stamp:</b> Sceau / timbre: Sello / timbre:	<b>10. Signature:</b> J Horne Signature: Firma:



This Apostille is not to be used in the UK and only confirms the authenticity of the signature, seal or stamp on the attached UK public document. It does not confirm the authenticity of the underlying document. Apostilles attached to documents that have been photocopied and certified in the UK confirm the signature of the UK public official who conducted the certification only. It does not authenticate either the signature on the original document or the contents of the original document in any way.

If this document is to be used in a country which is not party to the Hague Convention of 5th October 1961, it should be presented to the consular section of the mission representing that country.

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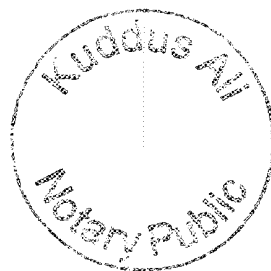
## NOTARIAL CERTIFICATE

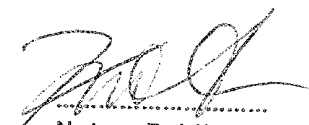


BE IT KNOWN that I, KUDDUS ALI of First Floor Office, 94 Whitechapel Road, London E1 1JQ England a duly authorised notary public CERTIFY as follows:

1. That the documents attached to this certificate are the true copies of the original produced to me by Riccardo Castellani, identified to me by the production of his Italian Identity Card Number. AS7908607.
2. That the documents attached to this certificate are complete and true copies of the following:
  - a. Power of Attorney (NOT EXECUTED IN MY PRESENCE) dated 2 December 2015
  - b. Certificate of Incumbency of Empronorte Overseas Inc. Ltd.

IN witness whereof I have signed my name and affixed my seal of office SIGNED and sealed at First Floor Office, 94 Whitechapel Road, London E1 1JQ, England on the Fourteenth Day of December Two Thousand and Fifteen.



  
Notary Public  
England and Wales

KUDDUS ALI  
NOTARY PUBLIC  
94 Whitechapel Road, London E1 1JQ  
England & Wales

Protocol Number: 1065/2015

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<b>3. Acting in the capacity of</b> agissant en qualité de quien actúa en calidad de	Notary Public
<b>4. Bears the seal/stamp of</b> est revêtu du sceau / timbre de y está revestido del sello / timbre de	The Said Notary Public
<b>Certified</b> Attesté / Certificado	
<b>5. at</b> à / en	London
<b>6. the</b> le / el día	17 December 2015
<b>7. by</b> par / por	Her Majesty's Principal Secretary of State for Foreign and Commonwealth Affairs
<b>8. Number</b> sous no / bajo el número	K790481
<b>9. Seal / stamp:</b> Sceau / timbre: Sello / timbre:	<b>10. Signature:</b> J Horne Signature: Firma:



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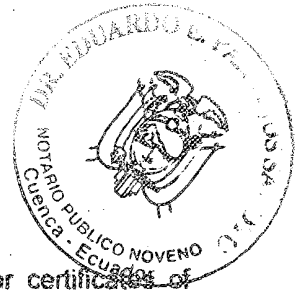
## POWER OF ATTORNEY

**EMPRONORTE OVERSEAS INC. LTD.**, a British Limited Company numbered 9517189, whose registered office is situated at the 5B Sandringham Road, E8 2LR, London, United Kingdom (hereinafter referred to as "the Company") herein represented by its Registered Agent, **MARCO GRAUSO** (hereinafter referred to as "the Agent") does hereby grant a **General Power of Attorney** in favor of **GLADYS MARY ELJURI ANTON**, citizen of Ecuador (Passport number 0101083608) and **JUAN GABRIEL ELJURI ANTON**, citizen of Ecuador (Passport number 0100713049), hereinafter referred to as "the Attorneys", to manage the Company's affairs according to the following:

To act as its true and lawful attorneys-in-fact and in its name, place and stead, to do any and every act and exercise any and every power that the Company might or could do and that said attorneys-in-fact for the Company shall deem proper and advisable, intending hereby to vest in them a full and general Power of Attorney, being them able to act individually or joint, including but not limited to the following:

To purchase, alienate, transfer, sell, lease, pledge, mortgage, encumber, or dispose of 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 the banking 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 exchanges as a drawer, acceptor, endorser or guarantor; accept obligations, be they of a commercial or civil nature; to represent the Company and in matters of disposition administrations 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 or transfer stock or shares of any kind in other companies; to take part in Assemblies or meetings in order to make any kinds of agreements, including agreements of constitution, transformation, increase of capital and dissolution of companies; to attend, participate and be present in all kinds of Ordinary, Extraordinary or Universal General Meetings held in the company or companies of which **EMPRONORTE OVERSEAS INC. LTD.** 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 claim and receive in legal, judicial or extrajudicial form, the assets that the represented has or will have in the company or companies, in respect of utilities not received or withdrawn, and in proportion to the shares the represented owns; so, the attorneys-in-fact are authorized to sign any receipt or document related to the utilities or for any other reason; to negotiate, sell, assign or transfer, subscribe, endorse, exchange, pledge, encumber or give in trust, the shares the represented currently owns or will get to possess in the future in Companies of which it



is partner or shareholder, receiving the corresponding titles of shares or certificates of shares, as well as sign endorsements and notarial documents, notes or transfers, receipts and titles of shares or certificates of shares as it is required; to become the legal representative of the company, as plaintiff, defendant, third party or in any other form, in front of any office of the United Kingdom or abroad, be they judicial, administrative, concerning labor, or of any other nature, to substitute this power in whole or partially and to revoke the substitutions, to subscribe documents wherein the Company may be involved, as debtor or creditor; to make agreements using arbitrators or any other type or arrangement whatever and to complete any act or to enter into any contract that may be considered beneficial to the interests of the Company because it is the intention of this Power of Attorney to be exercised without any limitations whatsoever. It is hereby expressed that this Power of Attorney can be exercised inside the territory or in any other country.

The Power of Attorney herein granted may be used and exercised by **GLADYS MARY ELJURI ANTON** and **JUAN GABRIEL ELJURI ANTON**, individually or joint, to act 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-in-Fact.

Issued and signed on December 2<sup>nd</sup>, 2015, in the city of London, United Kingdom.

For and on behalf of **EMPRONORTE OVERSEAS INC. LTD.**,

Marco Grauso  
Registered Agent  
**EMPRONORTE OVERSEAS INC. LTD.**

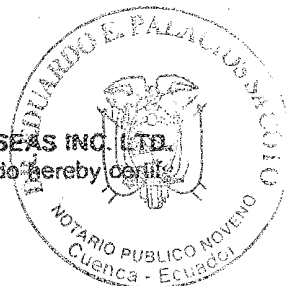
NOTARÍA NOVENA DEL CANTÓN CUENCA  
De acuerdo con la facultad prevista en el numeral 5 del ar. 18  
de la Ley Notarial, se fe que la copia que antecede en .....  
foja(s) es igual al original que me fue presentado para  
su confrontación.  
- 5 ENE 2016  
Cuenca, a .....  
Dr. Eduardo E. Palacios Sabelto  
NOTARIO PUBLICO NOVENO DEL CANTON CUENCA

**CERTIFICATE OF INCUMBENCY**

**OF**

**EMPRONORTE OVERSEAS INC. LTD.**

We, VGV (UK) LTD., in our capacity as Registered Agent of **EMPRONORTE OVERSEAS INC. LTD.** (the "Company"), a Company existing under the Laws of the Republic of Panama, do hereby certify the following:



1. The name of the Company is **EMPRONORTE OVERSEAS INC. LTD.**
2. The Company was incorporated under the jurisdiction of the Republic of Panama on June 1<sup>st</sup>, 1992, numbered 260168, being the Registered Office in the Republic of Panama.
3. On March 30<sup>th</sup>, 2015, the Company moved its Registered Office to 5B Sandringham Road, E8 2LR, London, United Kingdom.
4. Since then, the Company exists under the provisions of United Kingdom Companies Act 2006 as Company numbered 9517189.
5. The Registered Agent of the Company is VGV (UK) LTD., 18 Soho Square, W1D 3QL, London, United Kingdom.
6. The Registered Office of the Company is 5B, Sandringham Road, E8 2LR, London, United Kingdom.
7. The Company issued 10.000 shares with a par value of £ 1.00 each of ordinary class.
8. In so far as is evidenced by the documents filed at the Registered Office, the Company is in existence and in good standing.
9. According to the documents filed on the Company's file as at December 2<sup>nd</sup>, 2015, 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.
10. According to our records the Company has not created any charges over its assets.
11. According to the records available at the Registered Office, the Director of the Company is:

Director:  
**Plutarco Cohen Camarano**

Date Appointed:  
**March 30<sup>th</sup>, 2015**

12. According to the records available at the Registered Office, the Shareholders of the Company are:

Shareholders:  
**MAGESTIC TRUST**

No. of Shares:  
**10.000 Shares**

13. According to the records available at the Registered Office, the Settlers and Beneficiaries of MAGESTIC TRUST are:

**Mariano Retana Marin**  
**Daniela Quesada Cordero**

London, December 2<sup>nd</sup>, 2015

*Marco Grauso*  
For and on behalf of  
**VGV (UK) LTD.**  
Registered Agent  
**Marco Grauso**  
Director

**NOTARÍA NOVENA DEL CANTÓN CUENCA**  
De acuerdo con la facultad prevista en el numeral 5 del Art. de la Ley Notarial doy fe que la copia que antecede en ..... toja(s) es igual al original que me fue presentado y su confrontación .....  
Cuenca, a - 6 ENE 2016  
*Dr. Eduardo E. Palacios Sacoto*  
**Dr. Eduardo E. Palacios Sacoto**  
NOTARIO PUBLICO NOVENO DEL CANTON CUENCA