

# Delaware

*The First State*



I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF FORMATION OF "HOTELS INVESTMENT,  
LLC", FILED IN THIS OFFICE ON THE FOURTH DAY OF MARCH, A.D.  
2010, AT 10:54 O'CLOCK A.M.



4795711 8100

100244242

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7849661

DATE: 03-04-10



# Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America

This public document:

2. has been signed by Jeffrey W. Bullock

3. acting in the capacity of Secretary of State of Delaware

4. bears the seal/stamp of Office of Secretary of State

## Certified

5. at Dover, Delaware

6. the first day of March, A.D. 2011

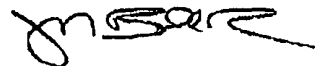
7. by Secretary of State, Delaware Department of State

8. No. 0435981

9. Seal/Stamp:



10. Signature:

  
Secretary of State

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOTELS INVESTMENT, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MARCH, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HOTELS INVESTMENT, LLC" WAS FORMED ON THE FOURTH DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4795711 8300

110243562

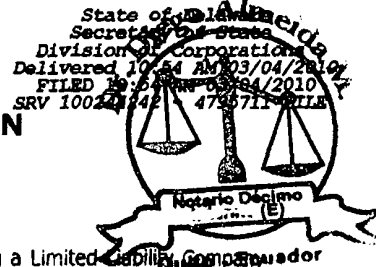
You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

AUTHENTICATION: 8591554

DATE: 03-01-11

Jeffrey W. Bullock, Secretary of State

**CERTIFICATE OF FORMATION  
OF  
HOTELS INVESTMENT, LLC**



The undersigned, an authorized natural person, for the purpose of forming a Limited Liability Company (hereinafter called the "Company"), under the provisions and subject to the requirements of the Delaware Limited Liability Company Act, hereby certifies that:

1. The name of the Limited Liability Company is **HOTELS INVESTMENT, LLC**.
2. The address of the Registered Office and the name and the address of the Registered Agent of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are National Registered Agents, Inc., 160 Greentree Drive, Suite 101, Dover, Delaware 19904.
3. The duration of the company shall be perpetual
4. The company is to be managed by one or more managers. The Company will have one or more Members.
5. The business purpose for which the Company is formed is to engage in any and all lawful business purposes authorized under the Laws of the State of Delaware. Nonetheless, the Company will be able to carry any business activities it deems proper and that are not illegal elsewhere in the world, such as:
  - a) Invest, gather or subscribe the necessary capital to promote, establish or develop enterprises and business.
  - b) To subscribe or promote subscription, buy, possess, hold, acquire by any other means and sell, negotiate, guarantee, assign, exchange and transfer by any other means, capital shares, credits, obligations, securities, debentures certificates of partnership and any other title or document of any private, public or semi-public corporation or juridical person and while being owner of same, possess and exercise all the corresponding rights and privileges.
  - c) To execute all kinds of contracts, for itself or others and specially trust contracts and for the administration of stocks, credits, obligations, securities, debentures, certificates of partnership and any other title or document of any corporation or juridical persons.
  - d) To purchase or sell, charter, sail or operate ships and vessels, as well as to execute all kinds of marine contracts.
  - e) Purchase or sell personal properties or real estate, as well as any kinds of merchandise on its own account or for third parties.
  - f) To do and perform all and everything necessary for the attainment of any of the purposes stated in its Certificate of Formation or Operating Agreement or any amendment thereof or whatever is necessary or convenient for the protection and benefit of the company; and,
  - g) To carry on any lawful business whether or not such business is set forth in its Certificate of Formation or Operating Agreement or in any amendment thereof.

6. The Company shall have all such powers as are permitted by law for the time being in the State of Delaware, to perform all acts and engage in all activities necessary or conducive to the conduct or attainment of the objects of the company.

7. There are no limitations on the authority of Members of the company to bind the company.

8. The personal liability of all of the Members of the LLC is hereby eliminated to the fullest extent allowed as provided by the Delaware Limited Liability Company Act, as the same may be supplemented and amended.



Executed on the third (3<sup>rd</sup>) day of the month of March of the year two thousand ten (2010).

  
Catherine Botticelli, Authorized Person

RAZÓN: De conformidad con la facultad prevista en el numeral cinco del Art. 18 de la Ley Notarial CERTIFICO, que la presente FOTOCOPIA es IGUAL al documento ORIGINAL que exhibido se devolvió. 4 FIRMAS

Quito, a

20 FEB. 2013

Dr. Diego Almeida M.  
NOTARIO DÉCIMO SUPLENTE (E)

2013 - 17 - 01 - 10 - D  
No. FACTURA 32124



**DR. JORGE MACHADO CEVALLOS**



**DILIGENCIA NOTARIAL DE TRADUCCION.- AUTENTICACION DE FIRMA.- DILIGENCIA NUMERO.- (No. 1254).-** En la ciudad de San Francisco de Quito, Distrito Metropolitano, Capital del la República Ecuador; hoy día miércoles dieciséis de marzo de dos mil once; ante mí, doctor **JORGE MACHADO CEVALLOS, NOTARIO PRIMERO DEL CANTON QUITO**, comparece la señora **ALICIA DEL CARMEN COLOMA MENA**, por sus propios y personales derechos, portadora de la cedula de ciudadanía No. 090100008-3, de estado civil viuda. La compareciente es de nacionalidad ecuatoriana, mayor de edad, quien declara conocer el idioma inglés y el idioma español, domiciliada en el Distrito Metropolitano de Quito- Ecuador, legalmente capaz, a quien de conocer doy fe; y en mi presencia firmo la Traducción que antecede; por lo que **CERTIFICO LA LEGALIDAD Y LEGITIMIDAD DE SU FIRMA**. Asimismo declara la compareciente que el documento que antecede fue traducido por ella, del idioma inglés al idioma español. Extiendo la presente diligencia, al amparo de lo dispuesto en el artículo dieciocho de la ley Notarial.- Se archiva una fotocopia de la presente diligencia, en el libro correspondiente de esta Notaria.-

**IMC/**

tiene existencia legal según lo demuestran los registros de esta oficina el 1 de marzo de 2011.

Y certifico además que la mencionada "Hotels Investment LLC" fue creada el 1 de marzo de 2010.

Y certifico además que los impuestos anuales no han sido fijados hasta esta fecha.



**SELLO:** Secretario de Estado, Delaware

(firma) Jeffrey W. Bullock, Secretario de Estado

Autenticación 8591554

Fecha: 03-01-11

4795711 8300

110243562

Se puede verificar este certificado en línea en [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

**APOSTILLA**  
(CONVENCIÓN DE LA HAYA DE 5 DE OCTUBRE DE 1961)

1. País: Estados Unidos de América
2. Este documento público
3. ha sido firmado por Jeffrey W. Bullock
4. actuando en calidad de Secretario de Estado de Delaware
5. lleva el sello/timbre de la Oficina del Secretario de Estado

**CERTIFICADO**

6. en Dover, Delaware
7. el primero de marzo de 2011
8. por el Secretario de Estado, Departamento de Estado de Delaware
9. No.0435981
10. Sello/timbre: Secretario de Estado, Delaware
11. Firma: J.W.B., Secretario de Estado

Alicia de Reed

Traductora

C.I. 0901000083