

I, Peter L. Dunn, as Secretary of Korn/Ferry International a corporation organized and existing under the laws of Delaware with its principal offices at 1900 Avenue of the Stars, Suite 2600, Los Angeles CA 90067 (hereinafter referred to as the COMPANY) by these presents grant this power-of-attorney, which is broad and sufficient in accordance with Ecuadorian law, to JEANNETH ALEXANDRA VITERI SANTOLIVA hereinafter referred to as the ATTORNEY-IN-FACT in order to exercise the following powers:

1. - In accordance with articles 4 and 415 of the current Ecuadorian Law of Companies, the ATTORNEY-IN-FACT is hereby authorized to represent the branch of the COMPANY in Ecuador, thereby being entrusted with all the required powers to answer claims and complaints and to comply with the obligations contracted by the COMPANY in Ecuador or to be performed within Ecuador.

2. - For the above purpose, the ATTORNEY-IN-FACT is authorized to act on behalf of the COMPANY in lawsuits, as plaintiff or defendant, and therefore are invested with all prerogatives and powers inherent to a legal ATTORNEY-IN-FACT, if applicable under the law, including those set forth in article 44 of the Ecuadorian Civil Procedure Code, including, among other things, the authority to file and answer claims; submit evidence; to object, oppose, and challenge claims, judgments or adjudications; refer to arbitration; answer interrogatories; defer to opposing parties oath; to receive or take possessions of property under litigation; and to receive payments and give receipt thereunder. This authority may be exercised before any court, tribunal and administrative authority.

3. - The COMPANY grants to ATTORNEY-IN-FACT all the powers necessary for the complete fulfillment hereof. Therefore, she may act and proceed as the COMPANY would do itself within Ecuador. The ATTORNEY-IN-FACT is additionally granted the necessary powers in order to accomplish the correct compliance on this general power-of-attorney.

4. - The temporary or definitive absence of the ATTORNEY-IN-FACT from the Republic of Ecuador shall not terminate the delegations hereof that it may have granted.

6. - By virtue of this document, all powers-of-attorney previously granted by the COMPANY, with regard to the obligations contracted by the COMPANY in Ecuador or to be performed within Ecuador, are hereby revoked and substituted by this power-of-attorney, particularly:

6.1. -The power of attorney granted on October 25, 2007 by the COMPANY to Andres Gaviria and legalized by A. Olshansky, Notary Public- California in the same date. This document was later Apostilled, duly translated to Spanish, and protocolized before the Eleventh Notary Public of Quito on December 17, 2007, and approved by the Superintendency of Companies through resolution of March 5, 2008, registered with the Commerce Registry of Quito on March 31, 2008.

6.2. - The power of attorney granted on August 25, 2011 by the COMPANY to Daniela Andretta and legalized by Elke Mapes, Notary Public- California in the same date. This document was later Apostilled, duly translated to Spanish, and protocolized before the Thirty - seventh Notary Public of Quito on September 19, 2011.

Dated: November 30, 2011



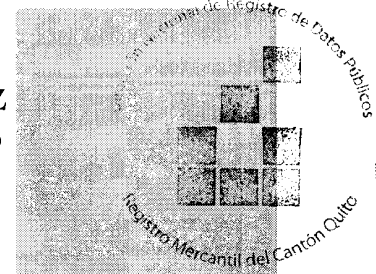
Peter L. Dunn
Secretary

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ZON: Con esta fecha queda inscrito el presente documento y la **Resolución** número **SC.IJ.DJCPTE.Q.12. CERO SETECIENTOS DIEZ** del **SR. INTENDENTE DE COMPAÑÍAS DE QUITO** de 09 de febrero del 2.012, bajo el número **412** del Registro Mercantil, Tomo **143.-** Se tomó nota al margen de las inscripciones números: 1997 del Registro Mercantil de trece de agosto de mil novecientos noventa y ocho, a fs 2777, Tomo 129; y, No.- 915 del Registro Mercantil de treinta y uno de marzo del año dos mil ocho, a fs 847, Tomo 139.- Queda archivada la **SEGUNDA COPIA** Certificada de la Protocolización efectuada el 18 de enero del 2.012, ante el Notario **VIGÉSIMO OCTAVO** del Distrito Metropolitano de Quito, **DR. JAIME ANDRÉS ACOSTA HOLGUÍN**, referente al **PODER** que la Compañía Extranjera "**KORN FERRY INTERNATIONAL**", a través del Secretario, otorga a favor de la **SRA. JEANNETH ALEXANDRA VITERI SANTOLIVA**; y, la **REVOCATORIA DE PODER** que la misma confirió a favor del **SR. ANDRÉS GAVIRIA CARVAJAL.-** Se da así cumplimiento a lo dispuesto en el **ARTÍCULO SEGUNDO** de la citada **RESOLUCIÓN.-** Se fijó un extracto, para conservarlo por seis meses, según lo ordena la Ley, signado con el número **233.-** Se anotó en el Repertorio bajo el número **6463.-** Quito, a trece de febrero del año dos mil doce.- **EL REGISTRADOR.-**

DR. RUBÉN AGUIRRE LÓPEZ
REGISTRADOR MERCANTIL
DEL CANTÓN QUITO.-



RA/lg.-

Resp.: Guzmán