

PROTOCOLIZACION

NÚMERO: 3158

PROTOCOLIZACION DE

PODER OTORGADO POR LA COMPAÑÍA PETROORIENTAL OCP
HOLDINGS LTD A FAVOR DE DR. ZHANG XING

QUE OTORGA: NOTARIA TRIGÉSIMA SEGUNDA DE QUITO

A PETICIÓN DE: DR. AGUSTIN HURTADO

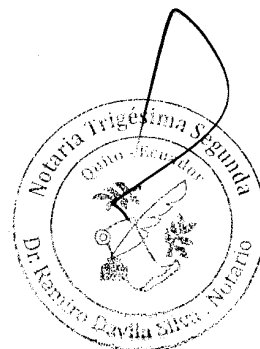
A FAVOR DE:

CUANTÍA: INDETERMINADA

DI: 2 COPIAS

QUITO, 20 DE MAYO del 2011

*****N.L.*****





BUSTAMANTE & BUSTAMANTE
ESTUDIO JURIDICO

CASILLERO JUDICIAL 259
P.O. BOX 2455

Avs. Patria y Amazonas
Edif. COFIEC - Piso 10
QUITO - ECUADOR

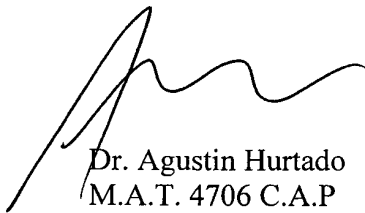
3158

SEÑOR NOTARIO:

Sírvase protocolizar los documentos relativos al **Poder otorgado por la compañía PETROORIENTAL OCP HOLDINGS LTD a favor del Dr. Zhang Xing.**

Sírvase entregarme DOS (2) copias de dicha protocolización

Atentamente,



Dr. Agustin Hurtado
M.A.T. 4706 C.A.P

THIS POWER OF ATTORNEY is made the 28 day of April, 2011.

BY: Dr. Zhang Xing, director, acting on behalf of, PETROORIENTAL OCP HOLDINGS LTD., a company duly organized under the laws of Bermuda, (the "Company"), whose registered office in Claredon House, No. 2 Church Street, Hamilton HM 11, Bermuda.

NOW THESE PRESENTS WITNESS AS FOLLOWS:

WHEREAS, according to Amendments to Article 6 of the Ecuadorian Companies Act, foreign companies with their capital stock represented solely by registered shares or equity interests, that have shares or equity interests in Ecuadorian companies, but do not engage in any other business activity in the country, whether ordinarily or occasionally, shall not be regarded as permanent establishments in the country and shall not be obligated to become established in Ecuador pursuant to Section XIII of the Companies Acts or to be registered in the Taxpayers Register or to file income tax declarations. They shall, however, have in the country an attorney-in-fact or representative, as referred to in the first paragraph of this article, who under no circumstances shall be personally liable for the foreign company's obligations. The power of attorney for the representative need not be recorded or published in the press, but must be known to the Ecuadorian company in which the foreign company is a partner or shareholder.

WHEREAS, PETROORIENTAL OCP HOLDINGS LTD., is shareholder in the Ecuadorian company named INMOCASTLE S.A.

NOW THEREFORE,

In the exercise of the power in that behalf contained in its Articles of Association **THE COMPANY HEREBY APPOINTS:**

Dr. ZHANG XING

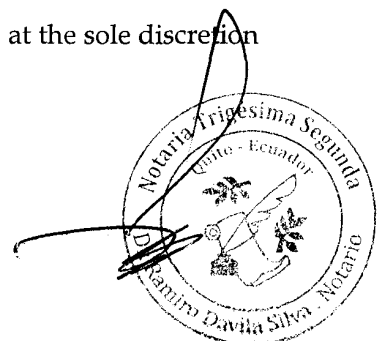
Ecuadorian Identity Document Number: 172319101-9

Nationality: Chinese

As its true and lawful Attorney-in-Fact (the "Attorney"), to act for, on behalf of, and in the name of PETROORIENTAL OCP HOLDINGS LTD. in the Republic of Ecuador and to take such actions and to execute such documents as set forth in this Power of Attorney:

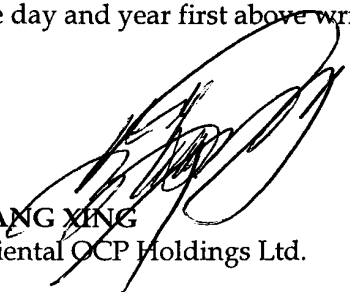
1. To file replies to claims filed in turn against the Company, and to comply with its general duties and obligations, as stated in Article 6 of the Companies Act, in force within the Republic of Ecuador.

The Company reserves the right to revoke this Power of Attorney at any time at the sole discretion of the Company.



This Power of Attorney (and any dispute, controversy, proceedings or claim of whatever nature arising out of or in any way relating to this agreement or its formation) shall be governed by and construed in accordance with the laws of Ecuador.

IN WITNESS WHEREOF the Company has caused this Power of Attorney to be executed as a deed the day and year first above written.



Dr. ZHANG XING

PetroOriental OCP Holdings Ltd.

Director

Ecuadorian Identity Document Number: 172319101-9

PROTOCOLIZACION

NÚMERO: 2381

PROTOCOLIZACION DE DOCUMENTOS RELATIVOS AL
CERTIFICATE OF COMPLIANCE Y INCUMBENCY CERIFICATE Y SU
TRADUCCION DE LA COMPAÑÍA PETROORIENTAL OCP HOLDINGS
LTD.

QUE OTORGA: NOTARIA TRIGÉSIMA SEGUNDA DE QUITO

A PETICIÓN DE: DR. AGUSTIN HURTADO

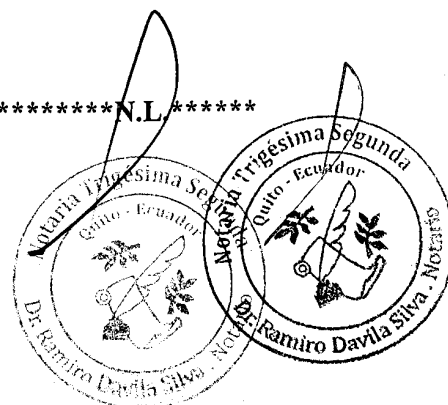
A FAVOR DE:

CUANTÍA: INDETERMINADA

DI: 2 COPIAS

QUITO, 25 DE ABRIL de 2011

*****N.L.*****





BUSTAMANTE & BUSTAMANTE
ESTUDIO JURIDICO

CASILLERO JUDICIAL 259
P.O. BOX 2455

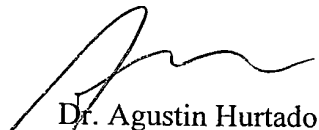
Avs. Patria y Amazonas
Edif. COFIEC - Piso 10
QUITO - ECUADOR

SEÑOR NOTARIO:

Sírvase protocolizar los documentos relativos al **certificate of compliance y incumbency certificate**, y su traducción, de de la compañía **PetroOriental OCP Holdings Ltd.**

Sírvase entregarme DOS (2) copias de dicha protocolización

Atentamente,


Dr. Agustin Hurtado
M.A.T. 4706 C.A.P

APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

1. Country: United Kingdom in respect of Bermuda

This Public Document

2. Has been signed by D. J. Doyle

3. Acting in the capacity of Notary Public

4. Bears the seal/stamp D. J. DOYLE, NOTARY PUBLIC, BERMUDA

Certified

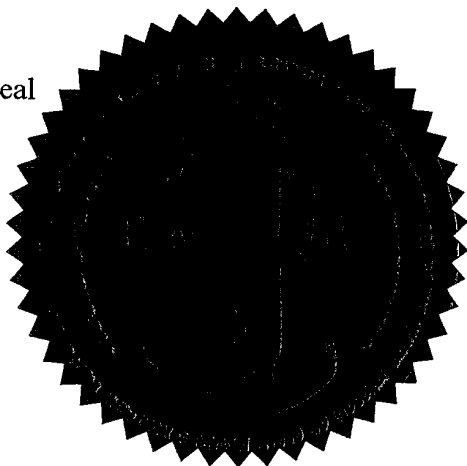
5. At Bermuda

6. On 18 February 2011

7. By the Governor and Commander-in-Chief of the Bermudas or Somers Islands or any member of his staff, signing on his behalf and using his official seal.

8. Number: 44,781

9. Seal



10. Signature:

Leleath G. Bailey

Leleath G. Bailey

For Governor and
Commander-in-Chief

If this document is to be used in a country which is not a party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country. An apostille or legalization certificate only confirms that the signature, seal or stamp on the document is genuine. It does not mean that the contents of the document are correct or that the Parliamentary Registry Office approves of the contents.



IAMILTON

A

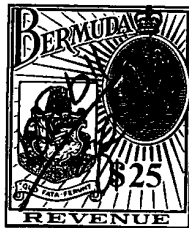
1 THESE PRESENTS SHALL COME:

I, David J. Doyle, Notary Public of the City of Hamilton, Bermuda, DO HEREBY CERTIFY that the attached Secretary's Certificate, initialled by me, was signed by Deborah Hubbard-Taylor, known to me, and that the signature subscribed to the said Secretary's Certificate is the proper signature and handwriting of the said Deborah Hubbard-Taylor.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my seal of office this 16 day of February two thousand and eleven.

By:

Notary Public
Hamilton, Bermuda



PetroOriental Holdings Ltd.
(the "Company")



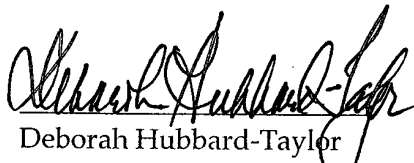
Incumbency Certificate

I, Deborah Hubbard-Taylor, Secretary of the Company, certify that the following is a true and correct listing of the Directors of the Company as at the date hereof.

Directors
Dr. Zhang Xing
Zhao Xinjun
He Bin

Dated this 15 February 2011

By:


Deborah Hubbard-Taylor
Secretary





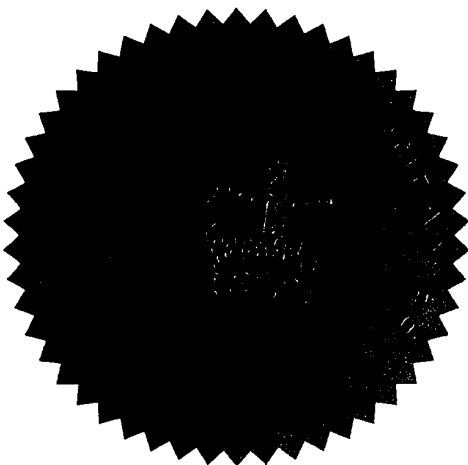
BERMUDA
MINISTRY OF BUSINESS
DEVELOPMENT AND TOURISM
CERTIFICATE OF COMPLIANCE

I, Maria Boodram, Assistant Registrar of Companies in the islands of Bermuda, do hereby certify that

PetroOriental OCP Holdings Ltd.

is a company duly incorporated under the laws of Bermuda and is, at the date of this Certificate, in good standing, under the Companies Act 1981.

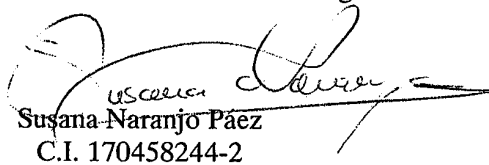
Given under my hand and the Seal of the
REGISTRAR OF COMPANIES this
16th day of February 2011

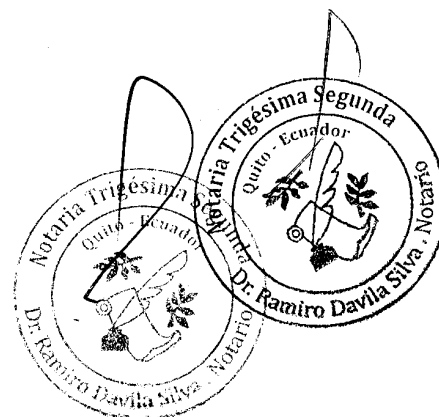



Maria Boodram
for Registrar of Companies

TRADUCCIÓN

Yo, Susana Naranjo Páez, conocedora del idioma inglés y conforme lo faculta el Artículo 24 de la Ley de Modernización del Estado, Privatizaciones y Prestación de Servicios Públicos por parte de la Iniciativa Privada, publicada en el Registro Oficial No. 349 del 31 de diciembre de 1993, procedo a traducir al idioma castellano, cuatro (4) páginas que contienen la Apostilla, Certificado Notarial, y el Certificado de Cumplimiento de Obligaciones de PetroOriental OCP Holdings Ltd.


Susana Naranjo Páez
C.I. 170458244-2

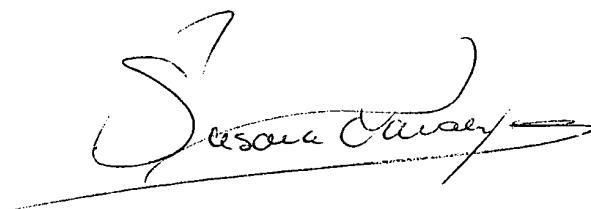


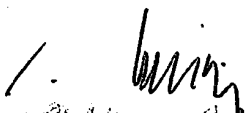
NOTARIA VIGESIMA CUARTA DEL CANTON QUITO

En la ciudad de Quito, Distrito Metropolitano, a catorce de abril del año dos mil once, ante mí, Doctor Sebastián Valdivieso Cueva, Notario Vigésimo Cuarto del Cantón Quito, comparece NARANJO PAEZ SUSANA DEL PILAR, con cédula de ciudadanía número 170458244-2. Con el objeto de reconocer su firma y rúbrica constante en el documento. A los efectos juramentados que fueron en legal forma y previo el cumplimiento de las formalidades legales, manifiesta que la firma y rúbrica constante en el documento que antecede, es mía propia y como tal la reconozco. Leída que fue esta acta a la compareciente, se afirma y ratifica en ella, y firma con el suscrito Notario.- De todo lo cual doy fe.-

LA COMPARECIENTE

V.M.




Dr. Sebastián Valdivieso Cueva
NOTARIO VIGESIMO CUARTO
QUITO





Apostilla

(Convención de la Haya del 5 de Octubre de 1961)

1. País : Reino Unido con respecto a las Bermudas

Este documento público

2. Ha sido firmado por: D.J. Doyle

3. Actuando en calidad de: Notario Público

4. Porta el sello / timbre de : D.J. DLYLE, NOTARIO PÚBLICO, DE
BERMUDAS

CERTIFICADO

5. En : Bermudas

6. El: 18 de febrero de 2011

7. Por: El Gobernador y Comandante en Jefe de las Islas Bermudas o Islas Somers o de cualquier miembro de su personal, firmando en su nombre y con su sello oficial.

8. No. 44.781

9. Sello/Estampilla
(Sello)

10. Firma

(firma legible)

Leliath G. Bailey

Por el Gobernador y Comandante en Jefe

Si este documento va a ser utilizado en un país que no es parte en la Convención de la Haya, del 5 de octubre de 1961, debe ser presentado ante la sección consular de la misión, que representanta a ese país. Un certificado de apostilla o legalización no hace sino confirmar que la firma, sello o timbre en el documento, es auténtico. Esto no significa que el contenido del documento es correcto o que la Oficina de Registro Parlamentario apruebe el contenido.



CIUDAD DE HAMILTON
BERMUDAS

A QUIEN INTERESE:

Yo, J. Doyle, Notario Público de la Ciudad de Hamilton, Bermudas, por medio de la presente CERTIFICO que el Certificado de la Secretaria que se adjunta, inicializado por mí, fue firmado por Deborah Hubbard-Taylor, a quien conozco, y cuya firma suscrita en el mencionado Certificado de la Secretaria es la firma y escritura correcta de Deborah Hubbard-Taylor.

PARA CONSTANCIA DE LO CUAL, yo firmo y pongo el sello de mi oficina en este día 16 de febrero del año dos mil once.

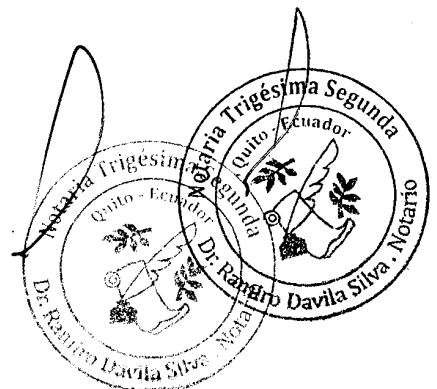
(firma ilegible)

Por : -----

Notario Público
Hamilton, Bermudas

(Sello)

(Estampilla de las Bermudas)



PetroOriental Holdings Ltd.
("la Compañía")

Certificado de Titularidad

Yo, Deborah Hubbard-Taylor, Secretaria de la Compañía, certifico que la siguiente lista de Directores de la Compañía es verdadera y correcta a la presente fecha.

Directores
Dr. Zhang Xing
Zhao Xinjun
He Bin

Fechado este 15 de febrero de 2011

Por: (firma ilegible)

Deborah Hubbard-Taylor
Secretaria



Sello

BERMUDA

MINISTERIO DE DESARROLLO

COMERCIAL Y TURISMO

**CERTIFICADO DE CUMPLIMIENTO DE
OBLIGACIONES**

Yo, Maria Boodram, Registradora de Compañías Adjunta de las Islas Bermudas, por medio de la presente certifico que:

PetroOriental OCP Holdings Ltd.

es una compañía debidamente constituida bajo las leyes de las Bermudas y, hasta la fecha de este Certificado, se encuentra al día en el cumplimiento de todas sus obligaciones en virtud de la Ley de Compañías de 1981.

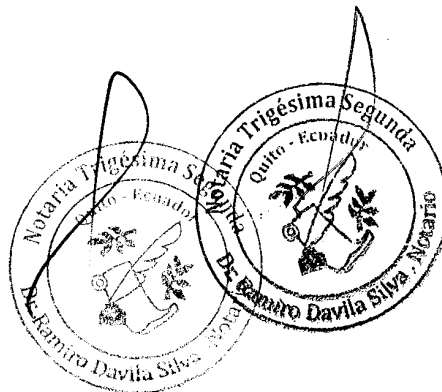
Otorgado con mi firma y Sello de
REGISTRADOR DE COMPAÑÍAS, este
16 de febrero de 2011.

(Sello)

(firma ilegible)

Maria Boodram

Por: el Registrador de Compañías.



APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

1. Country: United Kingdom in respect of Bermuda

This Public Document

2. Has been signed by D. J. Doyle

3. Acting in the capacity of Notary Public

4. Bears the seal/stamp D. J. DOYLE, NOTARY PUBLIC, BERMUDA

Certified

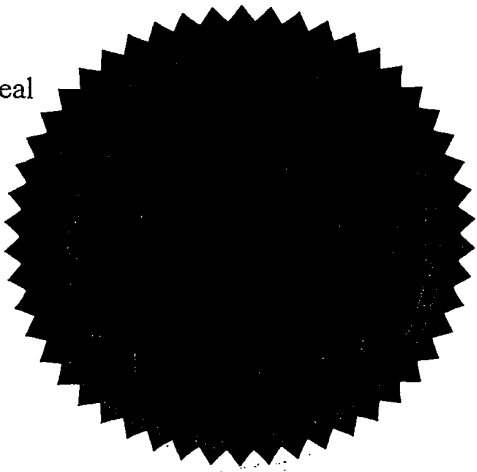
5. At Bermuda

6. On 18 February 2011

7. By the Governor and Commander-in-Chief of the Bermudas or Somers Islands or any member of his staff, signing on his behalf and using his official seal.

8. Number: 44,781

9. Seal



10. Signature:

Leleath G. Bailey

For Governor and
Commander-in-Chief

If this document is to be used in a country which is not a party to the Hague Convention of 5 October 1961, it should be presented to the consular section of the mission representing that country. An apostille or legalization certificate only confirms that the signature, seal or stamp on the document is genuine. It does not mean that the contents of the document are correct or that the Parliamentary Registry Office approves of the contents.



CITY OF HAMILTON

BERMUDA

TO WHOM THESE PRESENTS SHALL COME:

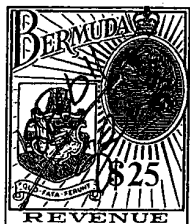
I, David J. Doyle, Notary Public of the City of Hamilton, Bermuda, DO HEREBY CERTIFY that the attached Secretary's Certificate, initialled by me, was signed by Deborah Hubbard-Taylor, known to me, and that the signature subscribed to the said Secretary's Certificate is the proper signature and handwriting of the said Deborah Hubbard-Taylor.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my seal of office this 16 day of February two thousand and eleven.

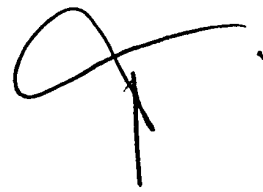
By:



Notary Public
Hamilton, Bermuda



PetroOriental Holdings Ltd.
(the "Company")



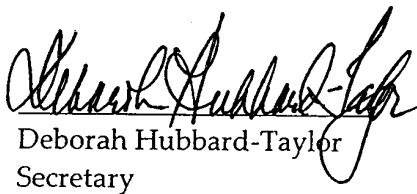
Incumbency Certificate

I, Deborah Hubbard-Taylor, Secretary of the Company, certify that the following is a true and correct listing of the Directors of the Company as at the date hereof.

Directors
Dr. Zhang Xing
Zhao Xinjun
He Bin

Dated this 15 February 2011

By:


Deborah Hubbard-Taylor
Secretary





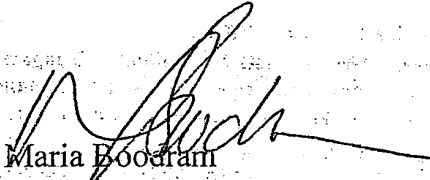
BERMUDA
MINISTRY OF BUSINESS
DEVELOPMENT AND TOURISM
CERTIFICATE OF COMPLIANCE

I, Maria Boodram, Assistant Registrar of Companies in the islands of Bermuda, do hereby certify that

PetroOriental OCP Holdings Ltd.

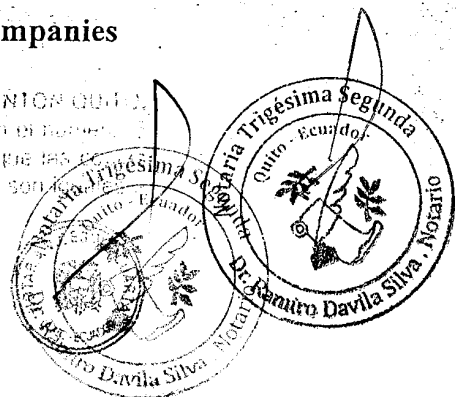
is a company duly incorporated under the laws of Bermuda and is, at the date of this Certificate, in good standing, under the Companies Act 1981.

Given under my hand and the Seal of the
REGISTRAR OF COMPANIES this
16th day of February 2011


Maria Boodram
for Registrar of Companies

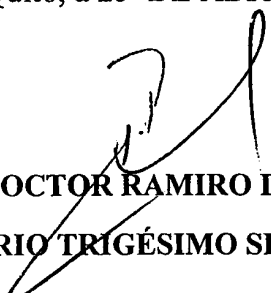
NOTARIA VIGESIMA CUARTA DEL CANTON QUITO
De acuerdo con la facultad por darme en el numero
del art. 18 de la Ley Notarial, doy fe que los
que en -4- folios antecedentes son
los documentos presentados ante mi.
Fecho, 14 ABR 2011

DR. SPYRIDIAN VALDIVIESO GUEVA
NOTARIO



DOCTOR RAMIRO DÁVILA SILVA
NOTARIO TRIGÉSIMO SEGUNDO
QUITO-ECUADOR

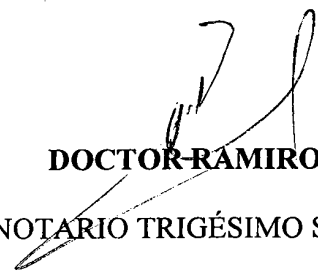
RAZÓN DE PROTOCOLIZACIÓN: A petición de la parte interesada, protocolizo en el Registro de Escrituras Públicas del presente año, de la Notaria Trigésima Segunda, actualmente a mi cargo **PROTOCOLIZACION DE DOCUMENTOS RELATIVOS AL CERTIFICATE OF COMPLIANCE Y INCUMBENCY CERTIFICATE Y SU TRADUCCION DE LA COMPAÑÍA PETROORIENTAL OCP HOLDINGS LTD.** En 8 fojas útiles y en esta misma fecha.- Quito, a 25 DE ABRIL del año 2011.


DOCTOR RAMIRO DÁVILA SILVA
NOTARIO TRIGÉSIMO SEGUNDO DE QUITO



Se Protocolizó ante mí y en fe de ello confiero esta **PRIMERA Copia Certificada** de la **PROTOCOLIZACION DE DOCUMENTOS RELATIVOS AL CERTIFICATE OF COMPLIANCE Y INCUMBENCY CERTIFICATE Y SU TRADUCCION DE LA COMPAÑÍA PETROORIENTAL OCP HOLDINGS LTD** Debidamente firmada y sellada en Quito, a 25 de abril de 2011.

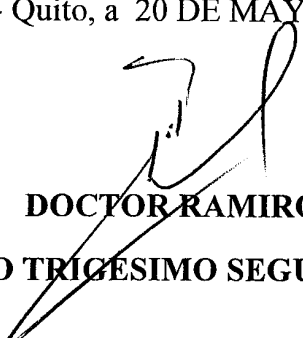



DOCTOR RAMIRO DÁVILA SILVA
NOTARIO TRIGÉSIMO SEGUNDO DE QUITO



DOCTOR RAMIRO DÁVILA SILVA
NOTARIO TRIGÉSIMO SEGUNDO
QUITO-ECUADOR

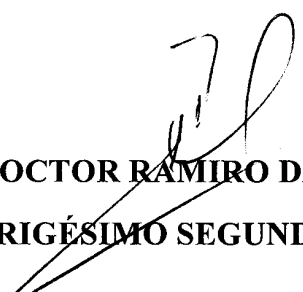
RAZÓN DE PROTOCOLIZACIÓN: A petición de la parte interesada, protocolizo en el Registro de Escrituras Públicas del presente año, de la Notaria Trigésima Segunda, actualmente a mi cargo la protocolización de **PODER OTORGADO POR LA COMPAÑÍA PETROORIENTAL OCP HOLDINGS LTD A FAVOR DE DR. ZHANG XING**. En 12 fojas útiles y en esta misma fecha.- Quito, a 20 DE MAYO del año 2011.


DOCTOR RAMIRO DÁVILA SILVA
NOTARIO TRIGÉSIMO SEGUNDO DEL CANTÓN QUITO



Se Protocolizó ante mí, y en fe de ello confiero esta **PRIMERA Copia Certificada de PODER OTORGADO POR LA COMPAÑÍA PETROORIENTAL OCP HOLDINGS LTD A FAVOR DE DR. ZHANG XING**. Debidamente firmada y sellada en Quito, a 20 de mayo de 2011.




DOCTOR RAMIRO DÁVILA SILVA
NOTARIO TRIGÉSIMO SEGUNDO DEL CANTÓN QUITO

