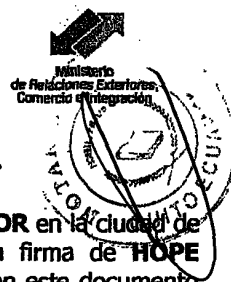




CONSULADO GENERAL DEL ECUADOR EN HOUSTON



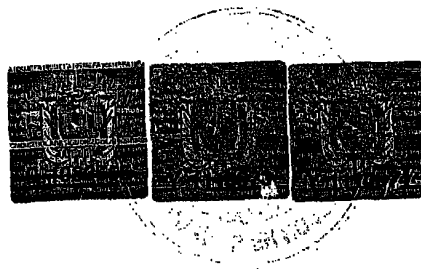
LEGALIZACION DE FIRMA No. SESENTA Y CUATRO (64)/2012

Quien suscribe, SUSANA MAGDALENA ALVEAR CRUZ, **CONSUL GENERAL DEL ECUADOR** en la ciudad de HOUSTON, Estado de Texas, de los Estados Unidos de América, certifica que la firma de **HOPE ANDRADE**, en su calidad de Secretaria de Estado del Estado de Texas, que aparece en este documento original, es la misma que consta en los registros de este Consulado, por lo tanto certifico que es auténtica, a fin de que el indicado documento de fe pública en el Ecuador.

HOUSTON, 16 de octubre de 2012.

SUSANA MAGDALENA ALVEAR CRUZ
CONSUL GENERAL DEL ECUADOR

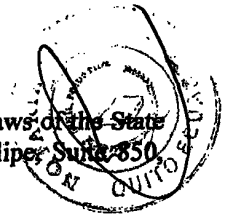
Arancel Consular: III 15.8
Valor: US \$50,00





THIS POWER OF ATTORNEY is made the 11th day of October, 2012.

BY: **SWANBERG USA HOLDINGS, LLC.**, a company duly organized under the laws of the State of Texas, (the "Company"), whose registered office is located at 5851 San Felipe, Suite 350, Houston TX 77057.



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, SWANBERG USA HOLDINGS, LLC. is shareholder in the Ecuadorian company named SWANBERG BROTHERS ECUADOR S.A.

NOW THEREFORE,

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

Malcolm John Stanley Pattison
Identification Number: 1724899131
Nationality: Canadian

As its true and lawful Attorney-in-Fact (the "Attorney"), to act for, on behalf of, and in the name of SWANBERG USA HOLDINGS, LLC 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.

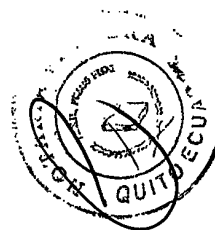
The Company reserves the right to revoke this Power of Attorney at any time at the sole discretion of the Company.

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.



The State of Texas

Secretary of State



Requested for use in ECUADOR

Not for use within the United States of America

This Apostille only certifies the signature, the capacity of the signer and the seal or stamp it bears. It does not certify the content of the document for which it was issued.

APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

- | | |
|--------------------------------|-------------------------------------------------------------------------------------------|
| 1. Country | United States of America |
| This public document | |
| 2. has been signed by | ROBERT E PENDLETON III |
| 3. acting in the capacity of | Notary Public, State of Texas |
| 4. and bears the seal/stamp of | ROBERT E PENDLETON III,
Notary Public, State of Texas,
Commission Expires: 10-27-12 |

CERTIFIED

- | | |
|---------------------------------------|------------------------|
| 5. at Austin, Texas | 6. on October 12, 2012 |
| 7. by the Secretary of State of Texas | |
| 8. Certificate No. N-876005 | |
| 9. Seal | 10. Signature: |



Hope Andrade
Secretary of State

ST/eg



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

By: Charles L. Newcomb, CEO



STATE OF TEXAS

§
§
§

COUNTY OF HARRIS

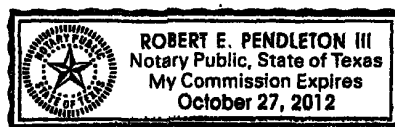
Charles L. Newcomb personally appeared before me and acknowledged the execution of this Power of Attorney in the capacity and for the purposes set forth therein.

To certify which witness my signature and seal of office given this 11th day of October, 2012.

Notary Public for the State of Texas

My Commission Expires: 10/27/12

[SEAL]



NOTARIA PRIMERA DE QUITO
EN APLICACION A LA LEY DE MODERNIZACION
Y A LA LEY NOTARIAL

DOY FE que la fotocopia que ANTECEDE esta
conforme con su original que me fue presentado

en 4 Fojas (cuatro)
Quito a, 27 NOV. 2012



P. Machado Cevallos
Notario Primero del Ecuador

