

ACTION BY CERTIFICATE
OF ONE DIRECTOR
OF
UNIÓN FENOSA FINANCIAL SERVICES USA, L.L.C.

The undersigned, Juan José Rivero Aranda, Director of Unión Fenosa Financial Services USA, LLC, a Delaware Limited Liability Company (the “Company”), hereby **CERTIFIES** that:

Declaration of Responsibility over the Annual Accounts and the Management Report of Union Fenosa Financial Services USA, L.L.C. closed at 31st December 2014, provided in electronic format, has been signed by all the Directors on 23rd of April, and is a true copy of the original.

IN WITNESS WHERE OF, and for the record to the appropriate effects, I, the undersigned, have executed this Unanimous Certificate, in Madrid, as of the 30th day of April 2015.

Juan José Rívero Aranda
Director