

OFFSHORE INTERNATIONAL GROUP, INC.		
Fundamento	Funciones <sup>1</sup>	Función delegada (SI/NO)
Bylaws	<b>ARTICLE III. OFFICERS.</b> The officers of the corporation shall consist of a President, a Vice President, a Secretary, and, if deemed necessary, expedient, or desirable by the Board of Directors, a Chairperson of the Board, a Vice-Chairperson of the Board, one or more other Vice-Presidents, one or more Assistant Secretaries, a Treasurer, one or more Assistant Treasurers, and such other officers with such titles as the resolution of the Board of Directors choosing them shall designate. Except as may otherwise be provided in the resolution of the Board of Directors choosing such officer, no officer other than the Chairperson or Vice-Chairperson of the Board, if any, need be a director. Any number of offices may be held by the same person, as the directors may determine.	
	Unless otherwise provided in the resolution choosing such officer, each officer shall be chosen for a term which shall continue until the meeting of the Board of Directors following the next annual meeting of stockholders and until such officer’s successors shall have been chosen and qualified.	
	All officers of the corporation shall have such authority and perform such duties in the management and operation of the corporation as shall be prescribed in the resolutions of the Board of Directors designating and choosing such officers and prescribing their authority and duties, and shall have such additional authority and duties as are incident to their office except to the extent that such resolutions may be inconsistent therewith. The Secretary or an Assistant Secretary of the corporation shall record all of the proceedings of all meetings and actions in writing of stockholders, directors, and committees of directors, shall exercise such additional authority and perform such additional duties as the Board shall assign to such Secretary or Assistant Secretary. Any officer may be removed, with or without cause, by the Board of Directors. Any vacancy in any office may be filled by the Board of Directors.	

<sup>1</sup> Los estatutos consagran los denominados *officers*, quienes a su vez serán, entre otros, el Presidente y Secretario de la sociedad. No obstante, teniendo en cuenta que la sociedad se encuentra constituida de conformidad con las leyes del Estado de Delaware (USA), no se puede afirmar que dicha figura corresponde exactamente con la del representante legal, según las leyes colombianas.