INCORPORATION

POWER OF ATTORNEY

The undersigned person/entity hereby authorizes the individuals whose names are set forth below, to undertake all transactions necessary or required by statute or otherwise before the Ministry of Industry and Commerce of Turkey, Regional Commerce Directorates, Commercial Registries, Chamber of Commerces, Banks, Municipalities, Municipal Branch Offices, Tax Departments and Directorates, all such transactions being in connection with the final incorporation of corporations under Turkish law of which the undersigned is an incorporator, to deposit with a bank all or a portion of the undersigned's share of capital contribution and to receive the receipt therefor, to execute the Articles of Association, to present it for approval, to execute any amendments and modifications thereof, to present for registration, to publish notices, to permit matters to be published in the Commercial Registry Gazette, to request and to receive certificates of commercial status, to pay all duties and levies and to receive receipts therefor, to execute leases and any agreements, to establish and to close bank accounts, in sum to conduct (without any additional authorization) any and all acts that are necessary until the final incorporation, to authorize other individuals to perform any or all of the foregoing, and to withdraw said authority.

POWER GIVEN TO: Name: [_____]

POWER GIVEN BY: Name: [_____]

Date: [_____]

Signature: [_____]