Please do not write in this margin

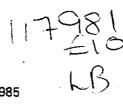
Please complete legibly, preferably in black type, or bold block lettering

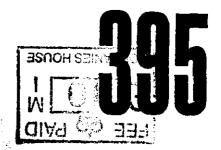
* insert full name of company

COMPANIES FORM No. 395

Particulars of a charge

Pursuant to section 395 of the Companies Act 1985





To the Registrar of Companies

For official use

Company number

Name of company

GROUT

-IMITED

Date of creation of the charge

03 MAY 2000

Description of the instrument (if any) creating or evidencing the charge town 2

Chattel Mortgage

Amount secured by the charge

£ 35,000-00

THIRTY FIVE THOUSAND POUNDS

Names and addresses of the chargees or persons entitled to the charge

Postcode

CM14 445

Presentor's name address and reference (if any):

Time critical reference

For official Use Mortgage Section

12/05/00

Post room

COMPANIES HOUSE

Page 1

Signed $X \subseteq B$. C. No. T. X. Date $X \subseteq B$. OS. 2000 X. In behalf of [company][chargee] f f delete as appropriate

lotes

The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.

A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc. as the case may be, should be given.

In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:

(a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or

(b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.

If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 00881044

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHATTEL MORTGAGE DATED THE 3rd MAY 2000 AND CREATED BY B.B. GROUT LIMITED FOR SECURING £35,000.00 DUE OR TO BECOME DUE FROM THE COMPANY TO ALLIED MILLS LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th MAY 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16th MAY 2000.





