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COMPANIES FORM No. 395

NCD

395

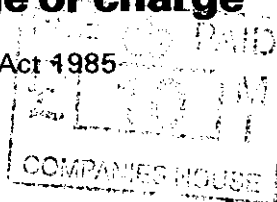
Particulars of a mortgage or charge

209457

LRO

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985



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

To the Registrar of Companies

For official use Company number

21

03904260

Name of company

* BRANCASTER SAND LIMITED

*Insert full name
of company

Date of creation of the charge

4th AUGUST 2000

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

Legal Charge

Amount secured by the mortgage or charge

All monies now due or hereafter to become
due or from time to time accruing due
from the Company AND/OR Brancaster
links limited to the Bank upon any
account and in any manner whatsoever

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

Barclays Bank PLC whose registered address
is 54 Lombard Street London EC3P 3AH
whose address for correspondence is
PO BOX 299 BIRMINGHAM B1 3PF

Postcode

EC3P 3AH

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

BERRY & WALTON

SOLICITORS

8 KING STREET

KING'S LYNN

NORFOLK

ref: R6/B82355/54/06

Time critical reference

For official use
Mortgage section

Post room

A26
COMPANIES HOUSE0440
11/08/00

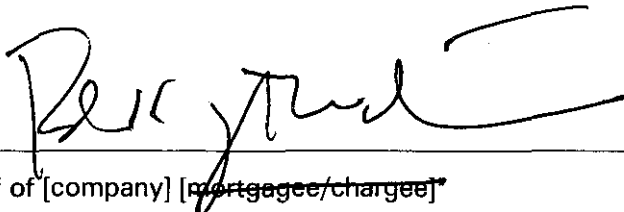
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bold block
lettering

Freehold property known as House adjoining
Broncoaster Links Garage Main Road
Broncoaster Norfolk registered at
H.M. Land Registry under Title Number
NK 249873

Particulars as to commission allowance or discount (note 3)

Signed



Date 9.8.00

On behalf of [company] [~~mortgagee/chargee~~]

*Delete as
appropriate

Notes

1. 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.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. 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.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03904260

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 4th AUGUST 2000 AND CREATED BY BRANCASTER SAND LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR BRANCASTER LINKS LIMITED TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11th AUGUST 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th AUGUST 2000.

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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E