CHWP000

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 mortgage or charge

A fee of £13 is payable to Companies House respect of each register entry for a mortgage or charge. COMPANIES HOUSE

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies (Address overleaf - Note 6)

Name of company

* BLUEBACK LIMITED

Date of creation of the charge

22 NOVEMBER 2005

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

Debenture dated 22 November 2005 and made between the Company and each of Messrs Konken and Webster. See fer attaked

For official use

Company number

4439855

Amount secured by the mortgage or charge

Principal amount of up to £40,000 and US\$80,000 plus interest and other charges accrued thereon.

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

Mr J Konken of 61/4 Kashirskow Shoose, Moscow 115563; and

Mr C Webster of 146 Yorkville Avenue, Suite 202, Toronto M5R 1C2

Presentor's name address and

reference (if any):

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For official Use Mortgage Section

COMPANIES HOUSE

COMPANIES HOUSE

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AQFLCAOA

492 25/11/2005

Time critical reference

Short particulars of all the property mortgaged or charged

Fixed and floating over all the assets of the Company (including, for the avoidance of doubt, book debts).

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Nil

Signed

A. Kushy.

Date

23/11/05

On behalf of [company][mortgageo/chargee]+

respect of each register entry for a mortgage or charge. (See Note 5)

A fee is payable

to Companies House in

t delete as appropriate

Notes

- 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.
- 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.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04439855

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE WITHOUT WRITTEN INSTRUMENT DATED THE 22nd NOVEMBER 2005 AND CREATED BY BLUEBACK LIMITED FOR SECURING £40,000 AND US\$80,000 AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MR J KONKEN AND MR C WEBSTER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd DECEMBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th DECEMBER 2005.





