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CHFP004

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this marginPlease 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 £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge.**

Pursuant to section 395 of the Companies Act 1985

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

For official use



Company number

05072266

Name of company

. BLUEFIELD LAND LIMITED

Date of creation of the charge

25 JULY 2006

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

MORTGAGE

Amount secured by the mortgage or charge

All money and liabilities (including further advances made hereafter by the Bank and secured directly or indirectly by this Mortgage) whether certain or contingent which now are or at any time hereafter may be due owing or incurred from or by the Mortgagor to the Bank anywhere on any current or other account or in any manner whatsoever whether alone or jointly with any person firm or corporation and in whatever style name or form and whether as principal or surety together with interest and all such money liabilities to the date of payment at such rate or rates as may from time to time be charged by the Bank in accordance with its usual practice and commission and other banking charges and legal and other costs charges and expenses (on a full and unqualified indemnity basis) incurred by the Bank in relation to this Mortgage or in enforcing the security hereby created.

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

JULIAN HODGE BANK LIMITED of 10 Windsor Place Cardiff

Postcode

CF10 3BX

Presenter's name address and
reference (if any) :BERRY SMITH
HAYWOOD HOUSE
DUMFRIES PLACE
CARDIFF CF10 3GA
REF AEP/J159-414

Time critical reference

For official Use (02/06)
Mortgage Section

Post room

A21
COMPANIES HOUSE329
28/07/2006

Short particulars of all the property mortgaged or charged

1 By way of legal mortgage the freehold property being part of the Brunel Industrial Estate, Cwmavon Road, Port Talbot as the same was transferred to the Mortgagor by a transfer dated 25 July 2006 and made between Copper Miners Development Company Limited, Richard Allen Barry (also known as Richard Alan Barry) and Marion Barry (1) and the Company (2) being the whole of the land registered at HM Land Registry under title number WA445709 and part of the property registered at HM Land Registry under title numbers WA156903 and WA455384 ("the Property")

2. By way of floating charge all moveable plant machinery implements utensils furniture goods and equipment now or from time to time placed on or used in or about the Property

3. By way of assignment:-

3.1 the goodwill of the business (if any) carried on by the Company at the Property.

3.2 the benefit of all the insurance policies relating to the Property

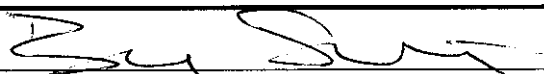
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Please complete legibly, preferably in black type, or bold black lettering

Particulars as to commission allowance or discount (note 3)

NONE

Signed



Date 25/7/06

On behalf of mortgagor

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

+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.
- 5 A fee of £10 (£13 for forms delivered on or after 1 February 2005) 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,

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05072266

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DATED THE 25th JULY 2006 AND CREATED BY BLUEFIELD LAND LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO JULIAN HODGE BANK LIMITED ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 28th JULY 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd AUGUST 2006.

A handwritten signature in black ink, appearing to be 'Roz'.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES