

006871/13

M**COMPANIES FORM No. 395****395**

CHWP000

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of Company**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

2

05414761

Name of company

* A & J Pipeline Services Limited

Date of creation of the charge

28th April 2009

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

Debenture made between (1) Regency Factors plc ("Regency Factors") and (2) the Company

Amount secured by the mortgage or charge

All the Company's present or future indebtedness to Regency Factors whether actual contingent or otherwise and/or whether solely or jointly with any other person or persons and all the Company's other liabilities whatever to Regency Factors, including (without limitation) indebtedness on account of money advanced, bills of exchange, promissory notes, obligations with respect to letters of credit, guarantees, indemnities, whether present, future, actual or contingent and whether or not matured or accrued due and whether solely, severally or jointly with any other person and whether in sterling or in any other currency, together with interest, commission, bank charges and any other costs, charges and legal expenses (on a full indemnity basis) charged or incurred by Regency Factors and including those arising from Regency Factors perfecting or enforcing or attempting to enforce this Debenture or any other security (and its rights thereunder) held by Regency Factors from time to time.

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

Regency Factors plc

2 & 3 Regency Chambers, Jubilee Way, Bury, Lancashire

Postcode BL9 0JW

Presenter's name address and
reference (if any) :Regency Factors plc
2 & 3 Regency Chambers, Jubilee
Way, Bury, Lancashire BL9 0JW

Time critical reference

For official Use (02/00)
Mortgage Section

Post room

THURSDAY



AWO3U9GG

A25

30/04/2009

180

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

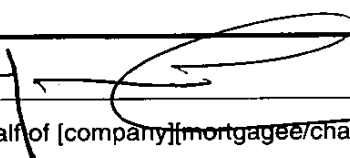
1. By way of first fixed charge, all estates or interests in any freehold and leasehold property of the Company now and in the future vested in the Company, together with all buildings, fixtures (including trade fixtures) and fixed plant and machinery from time to time on that property;
2. By way of fixed charge, all present and future book debts created and their related rights;
3. By way of fixed charge, all debts intended to but which do not for any reason vest absolutely and effectively in Regency Factors together with their related rights;
4. By way of fixed charge, all moneys from time to time standing to the credit of any account of the Company and all other moneys whether arising under contracts or in any other manner due, owing or incurred to the Company;
5. By way of fixed charge, all the goodwill and uncalled capital for the time being of the Company;
6. By way of fixed charge, all intellectual property rights, choses in action and claims now and in the future belonging to the Company;
7. By way of floating charge, all the Company's present and future undertaking and assets, whatever and wherever, including (without limitation) all other property and assets not subject to a fixed charge under this Debenture.

Please do not write in this margin

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

[See Continuation sheet]

Particulars as to commission allowance or discount (note 3)

Signed  DIRECTOR Date 28th April 2009

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

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

Notes

† delete as appropriate

- 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

CHWP000

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binding margin

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

**Particulars of a mortgage or charge
(continued)**

Continuation sheet No _____
to Form No 395 and 410 (Scot)

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

* delete if
inappropriate

Company number

05414761

Name of company

A & J Pipeline Services Limited

Limited *

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount due or owing on the mortgage or charge (continued)

Please do not
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binding margin

*Please complete
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bold block lettering*

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binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

Note. The Company covenants with Regency Factors not to: (1) create or permit to subsist and mortgage, charge, or other encumbrance in favour of any other party without the prior written consent of Regency Factors (2) sell, transfer or otherwise dispose of its undertaking and other assets or any part of them, except by getting in and realising them in the ordinary and proper course of its business (3) pull down or remove all or any part of the buildings forming part of the leasehold and/or freehold property of the Company ("the Property") or sever, unfix or remove and of the fixtures of the Property nor (except for necessary repairs or the substitution of full value replacements) remove any plant and machinery from the Property (4) deal with its book or other debts or securities for money except by getting in and realising them in the ordinary and proper course of its business (5) grant or accept a surrender of any lease or licence of or part with or share possession or occupation of the Property or any part of it.

*Please complete
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bold block lettering*



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 5414761
CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 28 APRIL 2009
AND CREATED BY A & J PIPELINE SERVICES LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO REGENCY FACTORS PLC 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 30 APRIL 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5 MAY 2009

PR



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES