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CHFP055

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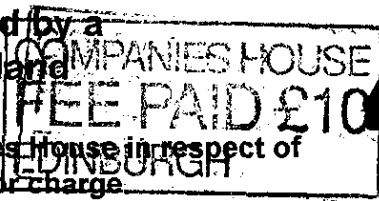
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legibly,
preferably in
black type, or
bold block
lettering

Insert full name
of company

COMPANIES FORM No. 410

Particulars of charge created by a
company registered in Scotland

A fee of £10 is payable to Companies House in respect of
each register entry for a mortgage or charge



410

Pursuant to section 410 of the Companies Act 1985

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

For official use

Company Number

		4
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084497

Name of Company

Fynegold Exploration Limited ("the Company")

Date of creation of charge (note 1)

07 July 2000

Description of the instrument (if any) creating or evidencing the charge (note 1)

Standard Security ("the Charge")

Amount secured by the charge

All sums of principal, interest and charges which are now or which may at any time after the date of execution of the Charge become due to the Chargee by the Company whether solely or jointly with any other person, corporation, firm or other body and whether as principal or surety

Name and addresses of the persons entitled to the charge

See Paper Apart

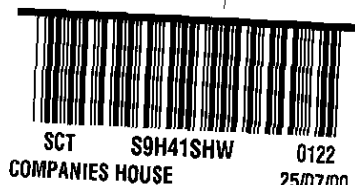
Postcode

Presenter's name address, telephone
number and reference (if any):

**Brodies WS (AES)
15 Atholl Crescent
Edinburgh EH3 8HA
Tel: 0131 228 3777
DX ED10, Edinburgh-1**

For official use
Charges section

Post room



Time Critical reference



BLUEPRINT
Company Secretary

Short particulars of all the property charged.

ALL and WHOLE a lease granted by John Hally Burton and Mrs Margaret Bett Burton in favour of Fynegold Exploration Limited of the subjects therein described lying in the County of Perth and recorded in the Division of the General Register of Sasines for the County of Perth on Twenty-fifth April Nineteen hundred and eighty-nine as said lease is varied by the Supplementary Agreement between John Hally Burton and Mrs Margaret Bett Burton in favour of Fynegold Exploration Limited and recorded in the said Division of the General Register of Sasines on Twenty-fifth April Nineteen hundred and eighty-nine.

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

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

N/A

Particulars as to commission, allowance or discount paid (see section 410(3))

None

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed

Brookes

Date

19 July 2000

On behalf of ~~company~~ [chargee]†

† delete as appropriate

Notes

- 1 A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples - date of signing of an Instrument of Charge; date of recording/registration of a Standard Security; date of intimation of an Assignment.)
- 2 In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and/or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.
- 3 A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if dispatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.
- 4 A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.
- 5 Cheques and Postal Orders are to be made payable to **Companies House.**
- 6 The address of the Registrar of Companies is:-

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB

Fynegold Exploration Limited
Company No 084497

Form 410

Name and addresses of the persons entitled to the charge

ABL Services S.A.
10 Elvira Mendez Street
PO Box 7440
Panama 5
Republic of Panama

AFN Development Company Limited
Wickhams Cay
PO Box 662
Road Town
Tortola
British Virgin Islands

Arum Lily Developments Limited
PO Box 957
Offshore Incorporations Centre
Road Town
Tortola
British Virgin Islands

Burghley Establishment S.A.
10 Elvira Mendez Street
PO Box 7440
Panama 5
Republic of Panama

Redeco AG
Seefeldstrasse 7
PO Box 459
CH8034 Zurich
Switzerland

each of the above together as Partners and Trustees for the partnership known as Oak Consortium, having a place of business at Seefeldstrasse 7, Zurich, Switzerland ("the Chargee")

Brodies



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 84497

I hereby certify that a charge created by

FYNEGOLD EXPLORATION LIMITED

on 7 JULY 2000

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of OAK CONSORTIUM

was delivered pursuant to section 410 of the Companies Act, 1985,
on 25 JULY 2000

Given at Companies House, Edinburgh
26 JULY 2000



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



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC084497 CHARGE: 4

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
25/07/2000		7/ 7/00 STANDARD SECURITY		ALL SUMS DUE, OR TO BECOME DUE	MINERAL LEASE BETWEEN JOHN HALLY BURTON AND MARGARET BETT BURTON AND FYNEGOLD EXPLORATION LIMITED OVER SUBJECT LYING IN THE COUNTY OF PERTH	OAK CONSORTIUM

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC084497 CHARGE: 4

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of the provisions if any regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Cessing to act