

**BARBADOS**

**CLASSIC INVESTMENTS LIMITED**

**Company No. 11693**

**CERTIFICATE OF REGISTRATION OF A CHARGE**  
Pursuant to Section 245(2) of the Companies Act CAP. 308 of the Laws of Barbados

---

I, **HELEN RACHEL MOSS**, Acting Deputy Registrar of Companies of Barbados **DO HEREBY CERTIFY** that a Deed of Amendment created by **CLASSIC INVESTMENTS LIMITED** on the 16<sup>th</sup> day of January, 2006 in favour of **FIRSTCARIBBEAN INTERNATIONAL BANK (BARBADOS) LIMITED** stamped to secure the sum of Ten Million, Five Hundred and Forty Five Thousand Dollars (\$10,545,000.00) together with interest thereon as therein provided was on the 17<sup>th</sup> day of January, 2006 entered in Volume **50** at page **158** of the Register of Mortgages and Charges kept by the Registrar of Companies pursuant to Section 245 (1) of the Companies Act, Cap 308 of the Laws of Barbados.

**GIVEN** under my hand at the Corporate Affairs and Intellectual Property Office, Belmont Road, St. Michael this **28<sup>th</sup>** day of **November**, 2006.

Helen R. Moss  
**DEP. REGISTRAR OF COMPANIES (AS)**

CLASSIC INVESTMENTS LIMITED

Company No. 11693

The Companies Act Chapter 308

Sections 237 and 238

10  
2006-01-17  
VST: 50  
Pg: 158  
\$25.00  
#338207

STATEMENT OF CHARGE

Date of the creation of the Charge: The 16<sup>th</sup> day of January, 2006.

The Nature of the Charge: Amendment to Charge on Shares dated the 9th day of December 2005


The amount secured by the Charge or the maximum sum deemed to be secured by the Charge in accordance with Section 242: Ten million five hundred and forty-five thousand dollars (\$10,545,000.00).

Short particulars of the property charged: 147,612 common shares in the capital of Kingsland Estates Limited, bringing the aggregate number of shares the subject of the Charge to 176,182 common shares.

The person entitled to the Charge: FirstCaribbean International Bank (Barbados) Limited.

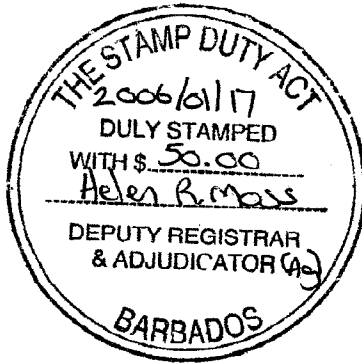
The nature of any restriction on the power of the Company to grant further charges ranking in priority to or equally with any floating charge hereby created: Not applicable.

Dated this 16<sup>th</sup> day of January 2006

  
DIRECTOR/ CHAIRMAN



BARBADOS



DRAWN AND/OR PREPARED BY

*[Handwritten signature]*

Attorney-at-Law of  
Lex Caribbean Law Offices  
Worthing Corporate Center  
Worthing, Christ Church, Barbados

**DEED OF AMENDMENT**

**THIS DEED** is made the *16<sup>th</sup>* day of *January*, 2006 among **CLASSIC INVESTMENTS LIMITED** (Company No. 11693) (hereinafter called the "Chargor") a company incorporated under the laws of Barbados having its registered office at 29 Atlantic Shores, Enterprise in the parish of Christ Church of the One Part, and **FIRSTCARIBBEAN INTERNATIONAL BANK (BARBADOS) LIMITED** (Company No. 8520) a Company incorporated and registered under the provisions of the Companies Act Chapter 308 of the Laws of Barbados as CIBC Caribbean Limited but which by Special Resolution dated the 16th day of September, 2002 changed its name to FirstCaribbean International Bank (Barbados) Limited (Company No. 8520) effective from the 11th day of October, 2002 and to which the banking business of Barclays Bank PLC was transferred on the 11th day of October, 2002 in accordance with Sections 84 (3), 84 (6) and 86 of The Financial Institutions Act Chapter 324A of the Laws of Barbados as is shown in Statutory Instruments No.115 of 2002 and having its registered office situate at FirstCaribbean International Bank Limited, Head Office, Warrens in the parish of Saint Michael in this Island (hereinafter called the "Bank") of the Other Part.

**BACKGROUND:**

- (i) This Deed is supplemental to and amends the Charge on Shares dated the 9<sup>th</sup> day of December, 2005 between the Chargor and the Bank ("the Charge Document").
- (ii) The parties are desirous of amending the Charge Document so as to expressly make subject to it an additional 147,612 common shares held by the Chargor in the capital of Kingsland Estates Limited.

Now this Deed witnesses as follows:-

**1. Interpretation**

Terms defined in the Charge Document have the same meaning when used in this Deed unless expressly defined in this Deed.

**2. Amendments**

The Charge Document will be amended with effect on and from the date of this Deed by deleting the Second Schedule thereto and replacing the same with the following:

**SECOND SCHEDULE**

<u>NUMBER OF SHARES</u>	<u>DESCRIPTION OF SHARES</u>
176,182	common shares of no par value in the capital of Kingsland Estates Limited

3. **Miscellaneous**

3.1 Save as expressly amended pursuant to paragraph 2 of this Deed, the Charge will remain in full force and effect and the Charge and this Deed will be read and construed as one document.

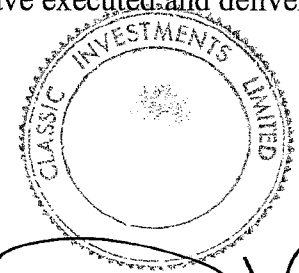
3.2 This Deed may be executed in counterparts. This Deed has the same effect as if the signatures on the counterparts were on a single copy of this Deed.

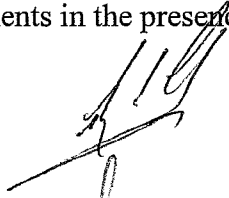
4. **Governing Law**

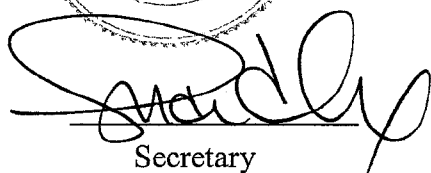
This Deed is governed by and shall be construed in accordance with the laws of Barbados.


IN WITNESS whereof this Deed the Chargor and the Bank have executed and delivered this deed on the date written at the beginning of this Deed.

THE COMMON SEAL of **CLASSIC INVESTMENTS LIMITED** was hereto set and affixed in accordance with its corporate documents in the presence of )  
)  
)  
)

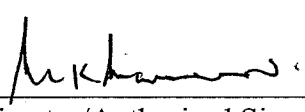


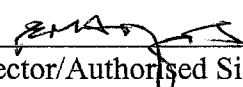
  
) *Director*  
) Chairman  
)  
)

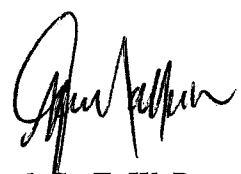
  
Secretary

Witness:   
Name: GITTENS CLYDE TURNEY  
Address: CALAIS,  
Description: PROSPECT, ST. JAMES  
ATTORNEY-AT-LAW

THE COMMON SEAL of **FIRSTCARIBBEAN INTERNATIONAL BANK (BARBADOS) LIMITED** was hereto set and affixed by Order of the Board of Directors in accordance with its By-Laws in the presence of:- )  
)  
)  
)

  
Director/Authorised Signatory

  
Director/Authorised Signatory

Witness:   
Name: *Garth St. E. W. Patterson*  
Abode: *No. 20 Locust Hall Terrace, St. George*  
Calling or description: *Attorney-at-Law*