COMPANIES FORM No. 395

Particulars of a mortgage or charge



Please do not write in this binding margin

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

* insert full name of company

Pursuant to section 395 Companies Act 1985

To the Registrar of Companies	For official use	Company Number 663645
Name of Company	L _ L _ L _ _ L _ L _ J	
* ASPEN COMMUNICATIONS	PLC	
Date of creation of the charge		
25 March 1997		
Description of the instrument (if any) creating or evidencing the char	ge
Charge over Credit Ba	alances	
Amount secured by the mortgage of	r charge	
All liabilities of the Company prese Bank Plc	nt and future actual and/or contir	ngent to National Westminster
In relation to a Guar	rantee dated 20 March	n 1997 in favour of
Fortis (UK) Limited	for £1,000,000.	

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

National Westminster Bank Plc 41 Lothbury Postcode EC2P 2BP London

Presentor's name address and reference (if any):

National Westminster Bank PLC UKBB, CREDIT MANAGEMENT DEPARTMENT Litigation, Technical & Securities King's Cross House 200 Pentonville Road London N1 9HL

C & W.E.S.C.

Presentor's Reference and/or telephone number 071-239 8205

Time critical reference

For official use Mortgage Section

Post room



KLO *KCW73UVR* 184 COMPANIES HOUSE 15/04/97

The sum of £1,000,000 together with interest accrued now or to be held by National Westminster Bank PLC on an account	Please do not write in this margin
numbered 95658947 and earmarked or designated by reference to the Company.	Please complete legibly, preferably in black type, or bold block lettering
Destinator of the commission o	
Particulars as to commission allowance or discount Nil	
Per pro National Westminster Bank PLC UKBB, CREDIT MANAGEMENT DEPARTMENT Litigation, Technical & Securities King's Cross House	
200 Pentonville Road, London N1 9HL	
Signed Date On behalf of mortgageeAuthorised Signatory	

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc. as the case may be, should be given.
- (b) The rate of interest payable under the terms of the Debentures should not be entered.





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00663645

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER CREDIT BALANCES DATED THE 25th MARCH 1997 AND CREATED BY ASPEN COMMUNICATIONS PUBLIC LIMITED COMPANY FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC IN RELATION TO A GUARANTEE DATED 20 MARCH 1997 IN FAVOUR OF FORTIS (UK) LIMITED FOR £1,000,000 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15th APRIL 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th APRIL 1997.

RICHARD NEIL OWENS

for the Registrar of Companies

MN NM 1714 0