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Particulars of a mortgage or charge

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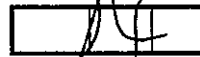
Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For Official Use

Company Number



735621

Name of company

*Insert full name
of company

Northern Trust Company Limited

Date of creation of the charge

8 January 1999

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

Charge by way of legal mortgage

Amount secured by the mortgage or charge

All monies and liabilities which shall for the time being (whether on or at any time after such demand) be due owing or incurred to the Bank by the Company whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest, discount commission or other lawful charges and expenses.

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

The Governor and Company of the Bank of Scotland

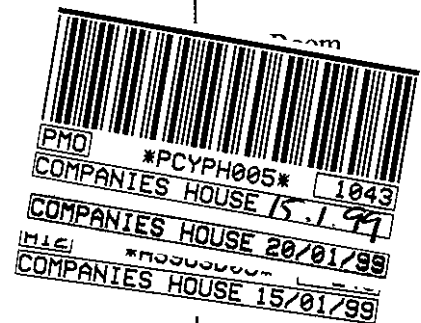
Legal Services 2 Castle Terrace Edinburgh EH1 2YA

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

Robert Muckle Solicitors
Norham House
12 New Bridge Street West
Newcastle upon Tyne
NE1 8AS
Ref: 12044.24/GDM/ATH

Time critical reference

For Official Use
Mortgage section



The freehold property known as 7B2 Warrington Road Manor Park Runcorn registered at HM Land Registry under title number CH378252.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

For

Signed Robert Ruddle

Date 14 January 1999

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, e.g. "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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00735621

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE BY WAY OF LEGAL MORTGAGE DATED THE 8th JANUARY 1999 AND CREATED BY NORTHERN TRUST COMPANY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15th JANUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st JANUARY 1999.

A handwritten signature in dark ink, appearing to read 'A. J. Wakeham'.

A. J. WAKEHAM

for the Registrar of Companies



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

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