



Please do not
write in
this margin

COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

M5

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

To the Registrar of Companies

For official use Company number

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829413

Name of company

*Insert full name
of company

* EUROFLEET RENTAL LIMITED

Date of creation of the charge

23 APRIL 1992

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All the Mortgagor's liabilities to the Bank of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges and commission together with Interest and all expenses (on a full indemnity basis) incurred by the Bank or any Receiver at any time in connection with the Property the Charge Assets or the Mortgagor's Obligations or in taking or perfecting this deed or in preserving defending or enforcing the security constituted by this deed or in exercising any power under this deed or otherwise with Interest from the date they are incurred.

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

THE ROYAL BANK OF SCOTLAND plc

ST ANDREW SQUARE EDINBURGH

Postcode

EH2 2YB

29/4
Presentor's name, address and
reference (if any): 36178

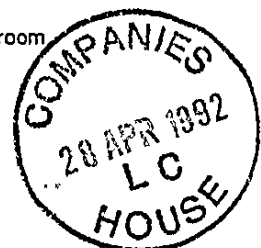
The London Law Agency Ltd.
84 Temple Chambers
Temple Avenue
London EC4Y 0HP

For official use
Mortgage section

REGISTERED

28 APR 1992

Post room



Time critical reference

Particulars of all the property mortgaged or charged

1. By way of legal mortgage all the Company's legal interest in the freehold land being part of the Riverside Estate West Thurrock registered at H M Land Registry under title number EX427661 and the leasehold land being part of the Riverside Estate West Thurrock registered at H M Land Registry under title number EX255680 or the proceeds of sale thereof and otherwise by specific equitable charge.

2. By way of fixed charge the plant and machinery and fixtures and fittings furniture equipment implements and utensils of the Mortgagor now and in the future at the Property.

NOTE:

The Mortgagor will not without the Bank's prior written consent create or permit to arise any mortgage charge or lien on the Property or Charged Assets; Grant or accept a surrender of any lease or licence of the Property or Charged Assets or dispose of or part with or share possession or occupation of the Property or Charged Assets. Section 93 of the Law of Property Act 1925 shall not apply to this Legal Charge.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Sup. C. L.

Date 24 April 1992

On behalf of ~~company~~ [mortgagee/chargee]*

*Delete as appropriate

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 situated 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.

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

I hereby certify that a mortgage or charge dated the 23rd APRIL 1992
and created by EUROFLEET RENTAL LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to THE ROYAL BANK OF SCOTLAND plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 28th APRIL 1992

Given under my hand at the Companies Registration Office,
Cardiff the 5th MAY 1992

No. 829413

A handwritten signature in dark ink, appearing to read 'M.G. Wilson'.

M.G. WILSON

an authorised officer

LC

C.69a

5/5

mc