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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

CHA 116

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

To the Registrar of Companies

For official use

Company number

[] [] [] [] [] [] [] [] [] []

1367328

Name of company

* COMTREX SYSTEMS CORPORATION LIMITED
C/N from DATA SYSTEMS TERMINALS LIMITED on 28/10/1997

* insert full name
of company

Date of creation of the charge

27th October 1997

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All monies obligations and liabilities whatsoever whether for principal interest or otherwise in whatever currency which now may or at any time in the future may be due owing or incurred by Comtrex Systems Corporation a corporation incorporated in Delaware (the Company) or by Comtrex Systems Corporation Limited company number 1367328 under the terms of a Promissory Note dated 2nd October 1997 issued by the Company to Norman Roberts and Shirley Roberts for Sixty Five Thousand U.S. Dollars and under the terms of a Subordinated Convertible Debenture issued by the Company to Norman Roberts and Shirley Roberts for Three Hundred Thousand U.S. Dollars whether present or future actual or contingent and whether alone severally or jointly as principal guarantor surety or otherwise and in whatever name or style and whether on any current or other account or in any other manner whatsoever including all fees and legal and other costs charges or expenses

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

Norman David Roberts and Shirley Jean Roberts both of 24 Becket Wood
Mill Lane Newdigate Surrey RH5 5AQ

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

Underwood & Co.
40 Welbeck Street
LONDON W1M 8LN

JMR.LT.1748-1

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

Unit 2 Gatwick Metro Centre Balcombe Road Horley as the same is registered at HM Land Registry under title number SY581298 and any part or parts of it and including all rights attached or appurtenant to it and all buildings fixtures fittings plant and machinery from time to time situate on it and belonging to Comtrex Systems Corporation Limited company number 1367328

By way of floating charge all moveable plant machinery implements utensils furniture and equipment

By way of floating charge the undertaking and all other property assets

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)

Signed

Date 11th November 1997

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 situate 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

COMPANY No. 01367328

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 27th OCTOBER 1997 AND CREATED BY COMTREX SYSTEMS CORPORATION LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY (FORMERLY KNOWN AS DATA SYSTEMS TERMINALS LIMITED) AND/OR COMTREX SYSTEMS CORPORATION TO SHIRLEY JEAN ROBERTS AND NORMAN DAVID ROBERTS ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF A PROMISSORY NOTE DATED 2ND OCTOBER 1997 AND UNDER THE TERMS OF A SUBORDINATED CONVERTIBLE DEBENTURE AS DEFINED THEREIN WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th NOVEMBER 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th NOVEMBER 1997.

A handwritten signature in cursive script, appearing to read 'A.P. 3000000'.

for the Registrar of Companies



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

13/11
post
[initials]