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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

M14C

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number

1904504

Name of company

DI LOUIS MEDICAL LIMITED

Date of creation of the charge

18th JULY 1991

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY ON
ANY ACCOUNT WHATSOEVER.

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

BANK OF BARODA

145 UPPER TOOTING ROAD

TOOTING, LONDON

Postcode

SW17 7TJ

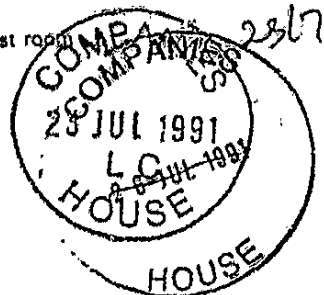
Presentor's name, address and
reference (if any):

BALSARA & CO
2 TAVISTOCK PLACE
LONDON WC1H 9RA
(JD.1696)

For official use
Mortgage section

23 JUL 1991

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
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this margin

All the freehold property of the company being [Area
4, Ground Floor, Benscham House] Benscham Lane, Thornton
Heath, Surrey, the benefit of all covenants and rights
affecting or concerning the property and the fixed and
moveable plant machinery and fixtures, fittings, furniture,
equipment, implements and utensils now or hereafter fixed
or placed upon or used in and about the property.

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

NOTE: So however that the Company shall not without consent
in writing of Bank of Baroda create any mortgage,
Debenture or charge ranking either in priority to
or pari passu with the charge hereby created.

* Ground Floor Warehouse, 240 Benscham Lane
Thornton Heath

Particulars as to commission allowance or discount (note 3)

NONE

Signed



Date 23rd July 1991

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

I hereby certify that a mortgage or charge dated the 18th JULY 1991
and created by DE LOUIS MEDICAL LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to BANK OF BARODA

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 23rd JULY 1991

Given under my hand at the Companies Registration Office,
Cardiff the 1st AUGUST 1991

No. 1904504

an authorised officer

C.69a

Post
1/8/91
bm