



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

M 486 / Sep 7 / 87

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

To the Registrar of Companies

For official use

Company number

--	--	--	--

2066785

Name of company

* MIRAMAR INVESTMENTS LIMITED

* Insert full name
of company

Date of creation of the charge

1st day of SEPTEMBER 1987

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

Debenture

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the "Bank") of any kind (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc

36 St. Andrew Square
Edinburgh

Postcode EH2 2YB

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

THE ROYAL BANK OF SCOTLAND plc
KIRKLAND HOUSE WHITEHALL LONDON SW1A 2EB

For official Use
Mortgage Section

Post room

REGISTERED

- 4 SEP 1987

Time critical reference

Particulars of all the property mortgaged or charged

- 1 By way of legal mortgage all the freehold and leasehold property now vested in or charged to the Company;
- 2 By way of fixed charge all estates or interests in any freehold and leasehold property now and in future vested in or charged to the Company except the property referred to in paragraph 1;
- 3 By way of fixed charge:-
 - (i) all the plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils now and in the future belonging to the Company;
 - (ii) all the goodwill and uncalled capital of the Company present and future;
 - (iii) all stocks, shares and other securities now and in the future belonging to the Company;
 - (iv) all intellectual property rights, choses in action and claims now and in the future belonging to the Company; and
 - (v) all book debts and other debts now and in the future owing to the Company.
- 4 By way of floating charge all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under the Debenture.

Note:- The Debenture contains covenants by the Company with the Bank:-

- (a) Not without the previous written consent of the Bank to create or permit to arise any mortgage charge or lien on any of the Company's property nor to dispose of any of the Company's property except that the property subject to the floating charge may be disposed of in the ordinary course of business.
- (b) To pay into the Company's account with the Bank all money which the Company may receive in respect of the Company's book debts and other debts and not to deal with the Company's book debts and other debts otherwise than by collecting them in the ordinary course of the Company's business and in particular not to realise the Company's book debts and other debts by means of block discounting, factoring or the like.

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)

For THE ROYAL BANK OF SCOTLAND plc
HOLT'S BUILDING
LONDON

Signed

[Signature]
MANAGER

Date

22nd September 1987

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.



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 1st September 1987
and created by MIRAMAR INVESTMENTS 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 4th September 1987

Given under my hand at the Companies Registration Office,
Cardiff the 15 SEP 1987

No. 2066785

S. Higgins
S.HIGGINS

Certificate and instrument received by

Post

an authorised officer

Date 17/9/87

C.69a

M

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

M43/NCW13/Cf.

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

*Insert full name
of company

To the Registrar of Companies

For official use: Company number

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2066785

Name of company

* MIRAMAR INVESTMENTS LIMITED

Date of creation of the charge

6th NOVEMBER 1987

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

MORTGAGE

Amount secured by the mortgage or charge

£75,000 in nominal value of Secured Loan Stock 1990
of the Company together with interest and other monies.
due to the Mortgagee as holder of such Loan Stock.

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

YOUNGSLEY LIMITED whose registered office is situate at
14 - 16 GREAT PORTLAND STREET
LONDON

Postcode W1

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

WRIGHT-MORRIS & CO.
CHANCERY HOUSE
81 CROFTON LANE
LONDON, E16 6LR
Tel: 01-303 4844JS
Telex 23980 RITMOR G

For official use
Mortgage section

REGISTERED

11 NOV 1987

Post room

COMPANIES REGISTRATION

11 NOV 1987

M CLOS 87

Time critical reference

Short particulars of all the property mortgaged or charged

BY WAY OF LEGAL MORTGAGE all present and future Book Debts of the Company; and

BY WAY OF FLOATING CHARGE all of the Company's undertaking and goodwill and its property (other than the property charged by way of legal mortgage), assets and rights whatsoever and wheresoever both present and future.

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)

NONE

Signed



Date

6 - November 1987

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.

Page 2



The Solicitors' Law Station

plc, Oyez House, 27 Cripplegate Street, London SE1 5TS

1985 Edition
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Companies M395



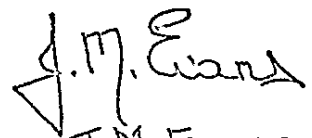
CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a Mortgage dated 6th November 1987 and created by MIRAMAR INVESTMENTS LIMITED for securing £75,000 in nominal value of Secured Loan Stock 1990 and other moneys due from the Company to Youngsley Limited under the terms of the Charge was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 11th November 1987

Given under my hand at the Companies Registration Office,
Cardiff the 19 NOV 1987

No. 2066785


J.M. EVANS

an authorised officer

Certificate and instrument received by

.....POST.....

.....23/11.....
Date



COMPANIES FORM No. 403a

**Declaration of satisfaction
in full or in part
of mortgage or charge**

403a

Please do not
write in
this margin

Pursuant to section 403(1) 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

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

2066785

Name of company

* Miramar Investments limited

* insert full name
of company

FRANCOIS ELIET
of 58 KUSKIN WALK LONDON SE24 9LZ

† delete as
appropriate

a director/the secretary of the above company, do solemnly and sincerely declare that the debt for
which the charge described below was given has been paid or satisfied in [full] [part]†

‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Date and Description of charge† 6.11.1987 Mortgage

Date of Registration 11.11.1987

Name and address of [chargee][trustee for the debenture holders] Youngsley limited

§ the date of
registration may be
confirmed from the
certificate

Short particulars of property charged All present and Book Debts of the company and undertaking and all property & assets

§ insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835. present and future.

Declared at 35 HIGH STREET
CARSHALTON
SURREY

Declarant to sign below

the 7th day of August
one thousand nine hundred and eighty nine
before me J. J. J. J.

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

STANLEY SMITH, HILL & CO.
35 HIGH STREET
CARSHALTON, SURREY

Presenter's name address and
reference (if any): SBKXO.HOL

For official Use
Mortgage Section

REGISTERED

22 AUG 1989

Post room

Cardiff

22 AUG 1989



COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

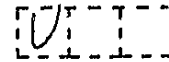
Please do not
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Please complete
legibly, preferably
in black type or
bold block
lettering

*insert full name
of company

To the Registrar of Companies

For official use Company number



2066785

Name of company

* MIRAMAR INVESTMENTS LIMITED

Date of creation of the charge

24th October 1989 ✓

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

MORTGAGE

Amount secured by the mortgage or charge

✓ £35,000 in nominal value of Secured Loan Stock 1993 of
the company together with interest and other monies due
to the Mortgagee as holder of such Loan Stock

69

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

YOUNGSLEY LIMITED whose registered office is situate
at 14-16 Great Portland Street, London

Postcode W1

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

Wright-Morris & Co
Chancery House
1 Lochaline Street
Hammersmith
London W6 9SJ

For official use
Mortgage section

01 NOV 1989

Post room

1 NOV 1989

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74

Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

The Company charges by way of floating charge all its undertaking and property whatsoever and wheresoever both present and future including its uncalled capital and by way of fixed legal mortgage the present or future book debts of the Company.

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

Particulars as to commission allowance or discount (note 3)

None

Signed

[Signature]

Date

24 October 1989

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.

Page 2



The Solicitors' Law Stationery Society plc, Oyez House, 27 Cannon Street, London SE1 5TS

1985 Edition
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Companies M395



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 24th OCTOBER 1989 and created by MIRAMAR INVESTMENTS LIMITED for securing £35,000 in nominal value of Secured Loan Stock 1993 of the Company due to YOUNGSLEY LIMITED (being the holder of the Stock for the time being) was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 1st NOVEMBER 1989

Given under my hand at the Companies Registration Office,
Cardiff the 10th NOVEMBER 1989

No. 2066785

P. T. Davies
P. T. DAVES

an authorised officer

Certificate and instrument received by

.....

.....

Date 10/11



Particulars of a mortgage or charge

395

Please do not
write in
this margin

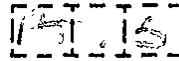
Pursuant to section 395 of the Companies Act 1985

Pw

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number



2066785

Name of company

* MIRAMAR INVESTMENTS LIMITED

* Insert full name
of company

Date of creation of the charge

29th DECEMBER 1994.

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

FIXED AND FLOATING CHARGE

Amount secured by the mortgage or charge

All monetary and other liabilities and obligations now or at any time hereafter owed or incurred by the Company to or in favour of the Security Holder, present or future, actual or contingent, liquidated or unliquidated, whether arising in or by contract, tort, restitution, assignment or breach of statutory duty and whether arising under a factoring or invoice discounting agreement between the Company and the Security Holder or otherwise.

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

GRIFFIN FACTORS LIMITED

21 FARNCOMBE ROAD, WORTHING, WEST SUSSEX

Postcode

BN11 2BW

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

Wilde & Partners
DX 428
LONDON

Time critical reference

For official Use
Mortgage Section

Post room

30 DEC 1994



Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

(1) By way of Fixed Charge:

- (i) All Receivables purchased or purported to be purchased by the Security Holder from the Company pursuant to an Invoice Discounting Agreement Agreement between the Security Holder and the Company which fail to vest effectively or absolutely in the Security Holder for any reason;
- (ii) all Other Debts of the Company;
- (iii) all title, property, right or interest of the Company in the goods to which any Receivable or other Debt relates;

(continued on continuation page)

Particulars as to commission allowance or discount (note 3)

Signed

Wilde & Partners

Date 29th DECEMBER 1994.

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.
- 5 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

Please do not
write in this
binding margin

Particulars of a mortgage or charge (continued)

Continuation sheet No _____
to Form No 395 and 410 (Scot)

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

Company number

2066785

Name of company

MIRAMAR INVESTMENTS LIMITED

Limited*

*delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount due or owing on the mortgage or charge (continued)

Please do not
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binding margin

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

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write in this
binding margin

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

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

- (iv) all the Company's rights as unpaid vendor and all other rights of the Company under any contract pursuant to which any Receivable or such Other Debt comes into existence;
 - (v) all guarantees, indemnities, insurances and securities given to or held by the Company in respect of any Receivable or Other Debt or the goods to which it relates; and
 - (vi) all computer equipment, computer data, books, documents and other records in or upon or by which any Receivable or Other Debt or Related Rights are recorded or evidenced.
- (2) By way of floating charge the undertaking and all the property rights and assets of the Company, present and future, other than any of such property rights and assets the subject of a fixed charge in favour of the Security Holder but so that the Company may not create or permit to subsist any other encumbrance or trust which affects or may affect any of the charged property or enter into any agreement for the sale and purchase of debts save with the Security Holder.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02066785

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIXED AND FLOATING CHARGE DATED THE 29th DECEMBER 1994 AND CREATED BY MIRAMAR INVESTMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GRIFFIN FACTORS LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th DECEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4th JANUARY 1995.

for the Registrar of Companies



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

HC026B

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HL -

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1316-6
395/A8a
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

69

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

* Insert full name
of company

To the Registrar of Companies

For official use

Company number

W I F

2066785

Name of company

* Miramar Investments Limited

Date of creation of the charge

15 December 1994

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

Fixed and Floating Charge dated 15 December 1994

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

69a.

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode

EC2P 2BX

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

MIDLAND BANK PLC
SURREY SECURITIES CENTRE
MIDLAND HOUSE, HIGH ST.
HALFORD HOUSE
KINGSTON-UPON-THAMES
SURREY KT1 4DA

Time critical reference

For official Use
Mortgage Section

21 DEC 1994

Post room



DXL 31545
KINGSTON
UPON-THAMES
T/1 1713928

Short particulars of all the property mortgaged or charged

First Fixed Charge on all book debts and other debts now and from time to time hereafter due owing or incurred to the Company other than such of the said debts as the Bank may have specifically agreed in writing to exclude from such first fixed charge; and all goodwill and and uncalled capital for the time being of the Company; and all patents patent applications inventions trade marks trade names registered designs copyrights know how and other intellectual property rights and all licences and ancillary rights and benefits including all royalties fees and other income deriving from the same both present and future of the Company; and

Floating Charge on all other the Undertaking of the Company and all its property whatsoever and wheresoever both present and future including its uncalled capital for the time being and such of the book debts and other debts referred to above which are not charged under the said first fixed charge (collectively called "the assets") but so that the Company shall not except with the prior written consent of the Bank:

(a) create or permit to subsist over all or any of the assets any mortgage charge lien pledge or other security ranking in priority to or *pari passu* with the said floating charge; or

(b) part with sell or dispose of all or except in the ordinary course of the Company's business and for the purpose of carrying on the same any of the assets; or

(c) deal with its book or other debts or securities for money forming part of the assets otherwise than in the ordinary course of getting in and realising the same which course shall not include or extend to the selling or assigning or in any other way factoring or discounting of any of the said debts or securities.

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 Francis E. Lee

Date

15th December 1994

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 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. 02066785

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIXED AND FLOATING CHARGE DATED THE 15th DECEMBER 1994 AND CREATED BY MIRAMAR INVESTMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MIDLAND BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 21st DECEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd DECEMBER 1994.

R. M. CROULE

for the Registrar of Companies

*DZ
22 DEC
1994*



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

HC026B

M

COMPANIES FORM No. 403a

**Declaration of satisfaction
in full or in part
of mortgage or charge****403a**Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

Please complete
legibly, preferably
in black type or,
bold block letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number

3111

2066785

Name of company

MIRAMAR INVESTMENTS LIMITED

* insert full name
of company

FRANCOIS CHRISTOPHE ELIET

† delete as
appropriate‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.§ the date of
registration may be
confirmed from the
certificate§ insert brief
details of
propertyof ~~FRANCOIS CHRISTOPHE ELIET~~ 61 Tierney Road, London, SW2 4QH[a director] [the secretary] [the administrator] [the administrative receiver] of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full] [part]

Date and Description of charge† 24.10.89 MORTGAGE

Date of Registrations 10.11.89

Name and address of [chargee] [the holder of the debt or the holder of the debenture] YOUNGSLEY LIMITED
14-16 GREAT PORTLAND STREET, LONDON W1Short particulars of property charged§ ALL UNDERTAKING AND PROPERTY BOTH PRESENT AND
FUTURE INCLUDING UNCALLED CAPITAL AND BOOK DEBTS OF THE COMPANYAnd I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 6 High Street

Declarant to sign below

Alta Hunt

the 8th day of February,
one thousand nine hundred and ninety five
before me *[Signature]**Francis Eliet*A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

14 FEB 1995

Presentor's name address and
reference (if any):KPMG
AQUIS COURT, 31 FISHPOOL ST
ST ALBANS
HERTFORDSHIRE
AL3 4RFFor official Use
Mortgage Section**REGISTERED**

11 FEB 1995

Post room

A25 *ANWZA8T3* 322
COMPANIES HOUSE 11/02/95