M

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

COMPANIES FORM No. 403a



CHFP025

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

 Insert full name of company

† Delete as

appropriate

Insert a description of the instrument(s) creating or evidencing the charge, eg 'Mortgage', 'Charge', 'Depenture' etc.

§ The date of registration may be confirmed from the certificate

ø insert brief details of property To the Registrar of Companies (Address overleaf)

For official use Company number
2067231

Name of company

.LEISURE LINK ELECTRONIC ENTERTAINMENT LIMITED

I, DAVID PAGE

of RYE CROFT HOUSE, 11 OUTWOODS LANE, BURTON ON TRENT, DE13 9UB

Date and Description of charge # SEE APPENDIX A

Date of Registration § 20 December 2001

Name and address of [chargee] [trustee for the debenture holders] DUKE STREET CAPITAL III LIMITED, ALMACK HOUSE, 28 KING STREET, LONDON SW1Y 6XA

Short particulars of property charged ø SEE APPENDIX B

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.

Declared at BURTON-ON-TRENT

Declarant to sign below

STAFFOROSUIRA

Day Month Year

before me (Ruch Josh)

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

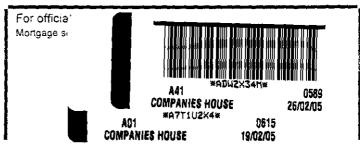
Ruth Jackson Solicitor

Goodger Auden Solicitors 2-4 Lichfield Street Burton-on-Trent, DE14 3RB Tel: 01283 544323 Fax: 01283 535448

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

Dickson Minto W.S. Royal London House 22-25 Finsbury Square London EC2A 10X

Ref: LLG_18.1pd



Notes

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

Appendix A

Supplemental Deed dated 3 December 2001 granted by Leisure Link Electronic Entertainment Limited in favour of Duke Street Capital III Limited(acting in its capacity as Security Trustee (as defined therein)) and registered at Companies House on 20 December 2001, which deed is supplemental to a composite guarantee and debenture dated 21 September 2001 granted by Leisure Link Holdings Limited (registered no. 4255743), Leisure Link Group Limited (registered no. 3565640), and the companies named therein as Security Parties (as defined therein) in favour of Duke Street Capital III Limited (acting in its capacity as Security Trustee).

Appendix B

Fixed and floating charges over the undertaking and all property and assets present and future including bookdebts, uncalled capital, buildings, fixtures, fixed plant and machinery.