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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Please do not
write in
this margin

Pursuant to section 395 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



2072866

Name of company

* PETER TURNER FORKLIFTS LIMITED

* insert full name
of company

Date of creation of the charge

6TH MARCH 1997

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

CHARGE ON SUB-LEASES

Amount secured by the charge

All moneys and liabilities for the time being due owing or incurred to the Bank by the Company in whatever manner and upon whatever account

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

TSB ASSET FINANCE LIMITED

HENRY LUNCAN HOUSE, 120 GEORGE STREET, EDINBURGH

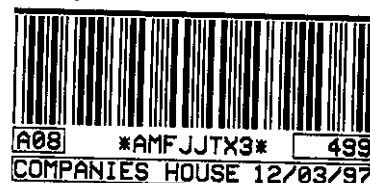
Postcode EH2 4LH

Presentor's name address and
reference (if any): SPEC/11/PETER

TSB Bank plc (Securities)
DX 13192 BIRMINGHAM 1

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property charged

Please do not
write in
this margin

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

4. CHARGE

4.1.1 The Customer as beneficial owner assigns absolutely to TSB (subject to the Customer's right of redemption on payment of all the Secured Liabilities):

- (i) all its right title and benefit under or in the Existing Sub-Leases including (without prejudice to the generality of the foregoing) the right to receive rental and other payments thereunder;
- (ii) all its right title and benefit under or in the Further Sub-Leases including (without prejudice to the generality of the foregoing) the right to receive rental and other payments thereunder;
- (iii) all guarantees and other securities from time to time held for any obligations of the Sub-Lessees under the Sub-Leases;
- (iv) all monies whether claims or premium rebates payable to the Customer under any policy of insurance in respect of the Goods.

4.1.2 As security for the Secured Liabilities the Customer as beneficial owner charges to TSB by way of floating charge all other assets and undertaking of the Customer.

4.2 The charge created by clause 4.1.2 shall be subject to the prior rights of the Bank.

4.3 The charge created by clause 4.1.2 shall rank in point of security behind all other charges created by the Customer irrespective of the date of creation.

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

11/3/97

On behalf of ~~company~~/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 conditionalfor 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. 02072866

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE ON SUB-LEASES DATED THE 6th MARCH 1997 AND CREATED BY PETER TURNER FORK LIFTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO TSB ASSET FINANCE LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th MARCH 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th MARCH 1997.

Peter C Protheroe

for the Registrar of Companies

AP
14/3
DX



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