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COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

Please do not
write in this
binding margin

Pursuant to section 395 Companies Act 1985

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

*insert full name
of company

To the Registrar of Companies

For official use

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Company Number

2078273

Name of Company

* BIRMINGHAM INTERNATIONAL AIRPORT LIMITED

Date of creation of the charge

9 December 1997

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

Charge over Credit Balances

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank Plc

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

National Westminster Bank Plc

41 Lothbury

London

Postcode	EC2P 2BP
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Presentor's name address and reference (if any):

**NatWest UK,
Retail Banking Services
Credit Management**
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road
London N19HL

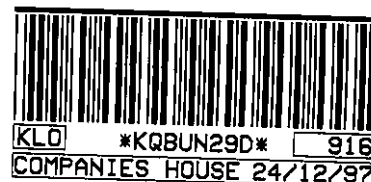
Presentor's Reference
and/or telephone number

NO-TT- S 0171-239 8205

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

The sum of £60,000 together with interest accrued now or to be held by National Westminster Bank Plc on an account numbered 30603609 and earmarked or designated by reference to the Company.

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

Nil

Per pro
Natwest UK,
Retail Banking Services
Credit Management
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road, London N1 9HL

Please see notes below.

Signed W. Kitchin

Date 24 DEC 1997

On behalf of mortgagee Authorised Signatory

Notes

(a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc. as the case may be, should be given.

(b) The rate of interest payable under the terms of the Debentures should not be entered.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02078273

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER CREDIT BALANCES DATED THE 9th DECEMBER 1997 AND CREATED BY BIRMINGHAM INTERNATIONAL AIRPORT LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th DECEMBER 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31st DECEMBER 1997.

A handwritten signature in ink, appearing to be 'P. Jones'.

P. JONES

for the Registrar of Companies



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

31/12
BD
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