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PASSED FOR FILING

THIS AGREEMENT is made the nineteenth day of December 19 85

BETWEEN

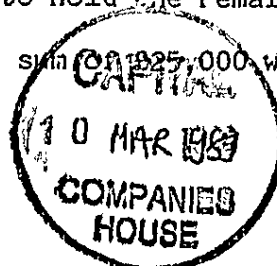
- (1) CHRISTOPHER ROBIN NICHOLLS of 16 Hartland Way, Morden, Surrey ("CN")
- (2) KEVIN ANDREW SADLER of 86 Graiville Road, Hillingdon, Middlesex ("KS")
- (3) ANDREW NORMAN PENN of 35 Tanglynn Avenue, Shepperton, Middlesex ("AP")
- (4) IAN WALLACE of 29 Danebury Avenue, London SW15 ("IW")
- (5) THE DOCUMENT STORAGE COMPANY LIMITED of 215 London Road, Mitcham, Surrey ("DSC")
- (6) DAVID LINCOLN of Benedict Villas, Benedict Road, Mitcham, Surrey ("DL")
- (7) IVOR PAGE of 67 Kenilworth Avenue, London SW19 ("IP")
- (8) SUSAN TENNANT of 116 Somerset, Wimbledon, London SW19 ("ST")

WHEREAS

- (1) CN, KS, AP and IW each own 25 £10 shares in G S SHELDON LIMITED ("GSS") which company has an authorised share capital of £1,000 divided into 100 shares of £10 each
- (2) DSC has an authorised share capital of £100 divided into 2000 shares of £0.05 each of which 240 are issued and fully paid up.
- (3) It has been agreed as follows that DSC will purchase the entire shareholding of GSS.

NOW IT IS HEREBY AGREED as follows:-

1. In consideration of the allotment to them of 15 shares each in DSC AP and IW each agree to transfer their 25 shares in GSS to DSC.
2. In consideration of the allotment to him of 30 shares in DSC KS agrees to transfer his 25 shares in GSS to DSC.
3. In consideration of payment to him of the sum of £25,000 CN agrees to transfer 24 of his shares in GSS to DSC and to hold the remaining share in GSS as nominee for DSC. Payment of the said sum of £25,000 will be made as follows:



4. CN, DL, IP and ST as the existing shareholders in DSC hereby consent to the allotment of shares in DSC pursuant to this agreement, but not further or otherwise, notwithstanding any provisions in the Articles of Association of DSC concerning the allotment of shares.

Signed for and on behalf of )  
DOCUMENT STORAGE COMPANY LIMITED )

Signed by CHRISTOPHER ROBIN )  
NICHOLLS )

Signed by KEVIN ANDREW SADLER )

Signed by ANDREW NORMAN PENN )

Signed by IAN WALLACE )

Signed by DAVID LINCOLN )

Signed by IVOR PAGE )

Signed by SUSAN TENNANT )

David Lincoln  
Christopher Robin Nicholls  
Kevin Andrew Sadler  
Andrew Norman Penn  
Ian Wallace  
David Lincoln  
Ivor Page  
Susan Tennant