



Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

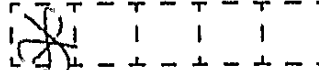
Please do not
write in this
binding margin

M 11

Please complete
legibly, preferably
in black type, or
bold black lettering* Insert full name
of company

To the Registrar of Companies

For official use



Company Number

2223775

Name of Company

* PALAGAN TRAVEL (WENDOVER) LIMITED

Date of creation of the charge

31 AUGUST 1991

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

Mortgage Debenture

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

Presenter's name address and
reference (if any):National Westminster Bank PLC
Legal Services - Securities Dept.
King's Cross House
200 Pentonville Road
London N1 9HLPresenter's Reference
and/or telephone number

071-239 8205

For official use
Mortgage Section

REGISTERED

12 SEP 1991

Post room



Time critical reference

16 SEP 1991

60-01-31

Short particulars of all the property mortgaged or charged

Please do not
write in this
binding margin



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

- (a) A specific equitable charge over the company's estate or interest in all freehold or leasehold properties for the time being belonging to or charged to the Company other than the property hereinafter described and the proceeds of sale thereof.
- (b) A specific charge over all stocks shares or other securities in any subsidiary companies or any other company for the time being.
- (c) A specific charge over all Book and other Debts for the time being but so that the Company shall pay into the Company's account with the Bank all moneys which it may receive in respect of such debts and shall not without the prior consent in writing of the Bank sell factor discount or otherwise charge or assign the same in favour of any other person or purport to do so and the Company shall if called upon so to do by the Bank from time to time execute legal assignments of such book debts and other debts to the Bank.
- (d) A specific charge over its goodwill and the benefit of any licences.
- (e) A floating charge over the undertaking and all other property and assets present and future but so that the Company shall not without the Bank's consent create any mortgage or charge ranking in priority to or pari passu with this charge.

~~xxxxxx xxxxxx by way of legal proceedings over the undivided portioned property, x, x, y, and the proceeds
x of the sale thereof~~

Particulars as to commission allowance or discount

Nil

Per pro
National Westminster Bank PLC
Legal Services - Securities Dept.
King's Cross House
200 Pentonville Road, London N1 9HL

Please see notes below.

Signed

Date _____

12 SEP 1991

On behalf of mortgagee

Authorized 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

I hereby certify that a mortgage or charge dated the 31st AUGUST 1991
and created by PALAGAN TRAVEL (WENDOVER) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to NATIONAL WESTMINSTER BANK PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 12th SEPTEMBER 1991

Given under my hand at the Companies Registration Office,
Cardiff the 18th SEPTEMBER 1991

No. 2223775

A. P. Goddard
A. P. GODDARD

an authorised officer

C.69a

LC

18/9/91

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

Please do not
write in
this marginPlease 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

[1 3]

2223775

Name of company

* PALAGAN TRAVEL (WENDOVER) LIMITED (now called JETSET EUROPE LIMITED)

Date of creation of the charge

31st March 1993

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 monies and liabilities which may now or at any time after the creation of the Charge be due and owing by the Company or Jetset (Deutschland) GmbH to Jetset Tours PTY Limited pursuant to a Bonding Facility Agreement of even date and whether actually or contingently and whether solely or jointly with any other person together with all interest referred to in Clause 2.1 of the fixed and floating Charge.

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

Jetset Tours PTY Limited

Jetset Centre, 5 Queens Road, Melbourne

Victoria 3004 Australia

Postcode

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

FIELD FISHER WATERHOUSE
41 VINE STREET
LONDON EC3N 2AA
REF: CA

For official use
Mortgage section

Post room

REGISTERED

- 2 APR 1993

COMPANIES HOUSE
02 APR 1993
M

Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

See details annexed hereto.

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

Particulars as to commission allowance or discount (note 3)

Signed

Date

1 April 93

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, Paulton House, 8 Shepherdess Walk, London N1 7LB

1985 Edition
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5010503

★ ★

Short Particulars of all the property mortgaged or charged by the fixed and floating charge dated 31 March 1993 in favour of Jetset Tours PTY Ltd:

- (a) by way of legal mortgage all and any of the leasehold and freehold property (including all fittings, fixtures, and fixed or heavy plant and machinery thereon) now owned by the Company ("the Legally Mortgaged Property");
- (b) by way of specific equitable charge all the estate and interest of the Company in any freehold and/or leasehold property (except the Legally Mortgaged Property) now or at any time during the continuance of this charge owned, acquired by or charged to the Company;
- (c) by way of fixed charge the motor vehicles, plant and equipment and other fixed assets (except those comprised in the Legally Mortgaged Property) now or at any time during the continuance of this charge owned or acquired by or charged to the Company;
- (d) by way of fixed charge all its right, title and interest in and to any proceeds of any insurance of the property which is now or may hereafter become subject to this charge, to the extent that the same are not otherwise subject to a fixed charge hereunder; and
- (e) by way of floating charge the whole of the remainder of its undertaking, property, rights and assets both present and future and wheresoever situate.

FILE COPY



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 31st MARCH 1993 and created by PALAGAN TRAVEL (WENDOVER) LIMITED now known as JETSET EUROPE LIMITED for securing all moneys due or to become due from the Company and/or JETSET (DEUTSCHLAND) GmbH to JETSET TOURS PTY LIMITED on any account whatsoever pursuant to a Bonding Facility Agreement of even date was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 2nd APRIL 1993.

Given under my hand at the Companies Registration Office,
Cardiff the 7th APRIL 1993.

No. 2223775

Jennifer V Evans
JENNIFER V. EVANS

an authorised officer

C.69d(Rev)

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

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

S38

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

To the Registrar of Companies

For official use

Company number

--	--	--	--

2223775 *U** Insert full name
of company

Name of company

PALAGAN TRAVEL (WENDOVER) LIMITED

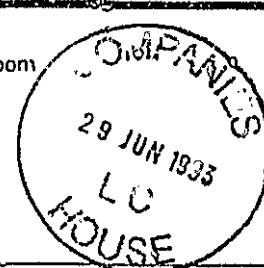
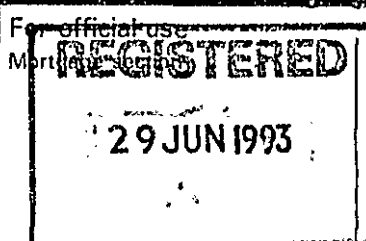
now called Jetset Europe Ltd

I, JOHN BONDof 66 HARFORD DRIVE, WATFORD, HERTS† Delete as
appropriate[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]~~†† Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.Date and Description of charge† MORTGAGE DEBENTURE 31.8.91Date of Registrations† 12.9.91Name and address of [chargee] ~~[trustee for the debenture holders]~~ NATIONAL WESTMINSTER BANK
PLC, P O BOX 146, 37 MARKET PLACE, READING RG1 2DE§ The date of
registration may
be confirmed
from the
certificateShort particulars of property charged ALL FREEHOLD AND LEASEHOLD PROPERTIES,
BOOK AND OTHER DEBTS, GOODWILL, ALL OTHER PROPERTY AND ASSETS¶ Insert brief
details of
propertyAnd 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 41 Spring Gardens,
Manchester M2 2B3

Declarant to sign below

the 25th day of June
one thousand nine hundred and twenty three
before me NJA HydeNJA HYDER
A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

Post room

Presentor's name, address and
reference (if any):FIELD FISHER WATERHOUSE
41 VINE STREET
LONDON EC3N 2AA
REF: ca

The Solicitors' Law Stationery Society plc, 24 Gray's Inn Road, London WC1X 8HR

29/6



Particulars of a charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

cf

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

To the Registrar of Companies

For official use Company number

Name of company

M 454c.

[H][U][]

2223775

JETSET EUROPE

Limited

Date of creation of the charge

25TH JUNE 1993

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

DEED OF CHARGE OVER CREDIT BALANCES

Amount secured by the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from
the Company to the Bank upon any account and in any manner whatsoever.

Short particulars of all the property mortgaged or charged

The Attached Schedule contains certain covenants by and restrictions on
the Chargor which protect and further define the Charge and which must
be read as forming part of the Charge.

PLEASE SEE OVERLEAF AND CONTINUATION SHEET

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

BARCLAYS BANK PLC

54 LOMBARD STREET
LONDON EC3P 3AH

Presentor's name, address and
reference (if any): 20 - 55 3/6

For official use

Mortgage section

Post room

REGISTERED

- 6 JUL 1993



Time critical reference

- 7 JUL 1993

COMPANY AND CREDIT
INFORMATION SERVICES

BARCLAYS BANK PLC

P.O. BOX NO. 120, LONGWOOD CLOSE
WESTWOOD BUSINESS PARK
COVENTRY CV4 8JN

Particulars as to commission, allowance or discount

Please do not
write in this
margin

FOR BARCLAYS BANK PLC

Signed

Date

30 JUN 1993

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

Designation of position in relation to the company: ^{MANAGER} COMPANY AND CREDIT INFORMATION SERVICES

SHORT PARTICULARS OF ALL THE PROPERTY MORTGAGED OR CHARGED

THE CHARGE CREATES A FIXED CHARGE OVER ALL THE "DEPOSIT(S)" REFERRED TO IN THE SCHEDULE (INCLUDING ALL OR ANY PART OF THE MONEY PAYABLE PURSUANT TO SUCH DEPOSIT(S) AND THE DEBTS REPRESENTED THEREBY), TOGETHER WITH ALL INTEREST FROM TIME TO TIME ACCRUING THEREON. IT ALSO CREATES AN ASSIGNMENT BY THE CHARGOR, FOR THE PURPOSES OF AND TO GIVE EFFECT TO THE CHARGE, OVER THE RIGHT OF THE CHARGOR TO REQUIRE REPAYMENT OF SUCH DEPOSIT(S) AND INTEREST THEREON.

SCHEDULE

DETAILS OF THE CHARGED DEPOSIT(S)

IN THE CHARGE THE EXPRESSION "DEPOSIT(S)" IS DEFINED TO MEAN ALL SUMS OF MONEY IN ANY CURRENCY:

- (A) DEPOSITED OR PAID BY THE CHARGOR NOW OR AT ANY TIME AFTER THE DATE OF THE CHARGE TO THE CREDIT OF THE ACCOUNT(S) WITH THE BANK SPECIFIED BELOW AND/OR (WHERE THE CONTEXT PERMITS) ANY ADDITIONAL AND/OR SUBSTITUTE ACCOUNT(S) HEREAFTER OPENED WITH THE BANK FOR THE DEPOSIT OR HOLDING OF ALL OR PART OF THE MONEY OR INTEREST SUBJECT TO THE CHARGE; AND
- (B) REPRESENTING THE RENEWAL OR REPLACEMENT OF OR FOR ANY SUMS DEPOSITED OR PAID OR HELD AS SET OUT IN THE FOREGOING PARAGRAPH(S).

DETAILS OF CHARGED ACCOUNT(S)

BARCLAYS BANK PLC RE JETSET EUROPE LIMITED
HIGH INTEREST BUSINESS ACCOUNT
NUMBER 10157139

CONTINUED

PARTICULARS OF A CHARGE (CONTINUED)

NAME OF COMPANY:

JETSET EUROPE LIMITED

COMPANY NUMBER:

2223775

SHORT PARTICULARS OF ALL THE PROPERTY MORTGAGED OR CHARGED
CONT.Covenants and Restrictions

The Chargor has agreed, under Clause 3 of the Charge, that during the currency of the Charge and notwithstanding any term (express or implied) pursuant to which any of the Deposit(s) is or may be deposited with the Bank or paid to it or held by it, such Deposit(s) shall only be repayable upon written request or demand and the Chargor shall not be entitled to make any request or demand upon the Bank for repayment of such Deposit(s) or for payment of interest thereon, unless the Bank shall first have agreed to release the Charge insofar as it concerns such Deposit(s).

The Chargor is prohibited by Clause 6 of the Charge from assigning, transferring, charging or otherwise alienating, dealing with or encumbering any or all money or interest subject to the Charge or its right, title or interest therein, or agreeing so to do.

Without prejudice to the Bank's other rights and as a separate and independent stipulation, the Chargor has agreed, under Clause 9 of the Charge, that the Bank may at any time or times without notice to the Chargor combine or consolidate any or all sums of money (or part(s) thereof) now standing or after the date of the Charge from time to time standing to its credit upon current account, deposit account or any other account or otherwise in whatever currency in any part of the world (whether opened with the Bank or opened by it on behalf of the Chargor with some third party and whether opened in the Chargor's name or in the Bank's name or otherwise) with all or such part of the Secured Sums as the Bank may determine (whether presently payable or not).

FILE COPY



**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 25th JUNE 1993
and created by JETSET EUROPE LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to BARCLAYS BANK PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 6th JULY 1993

Given under my hand at the Companies Registration Office,
Cardiff the 9th JULY 1993

No. 2223775

C 9/7

A handwritten signature in dark ink, appearing to read 'J. M. Evans'.

J. M. EVANS

an authorised officer

C.69a

M

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

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

For official use

Company number

M101
[M101]

2223775

Name of company

* JETSET EUROPE LIMITED

* Insert full name
of company

Date of creation of the charge

20 SEPTEMBER 1993

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

MORTGAGE DEBENTURE.

Amount secured by the charge

ALL SUMS, AND INTEREST CHARGED THEREON, WHICH THE MORTGAGOR DIRECTLY
INDIRECTLY OR CONTINGENTLY IS OR MAY BECOME LIABLE TO PAY THE MORTGAGEE
EITHER ALONE JOINTLY OR IN COMMON WITH OTHERS AND WHETHER AS PRINCIPAL OR
SURETY, INCLUDING ALL SUMS WHICH MORTGAGOR IS OR MAY BECOME LIABLE TO PAY
MORTGAGEE IN RESPECT OF LOANS ADVANCES CREDITS OR BANKING ACCOMMODATION,
ACCOUNTS, LETTERS OF CREDIT GUARANTEES UNDERTAKINGS OR OBLIGATIONS,
LEASING ARRANGEMENTS, ORDERS DRAFTS CHEQUES PROMISSORY NOTES BILLS OF
EXCHANGE, SUMS FOR THE CREDIT OF MORTGAGOR'S ACCOUNT, ARRANGEMENTS FOR
MANAGING LESSENING HEDGING OR PROTECTING AGAINST MOVEMENTS IN RATES OF
CURRENCY EXCHANGE OF INTEREST OR OF DISCOUNT, AND ALL COSTS AND EXPENSES
OF THE MORTGAGEE.

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

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

A.C.N. 005 357 522, 55 COLLINS STREET, MELBOURNE, VICTORIA

AUSTRALIA

Postcode

-

Presentor's name address and
reference (if any):LINKLATERS & PAINES
59-67 GRESHAM STREET
LONDON
EC2V 7JA

Ref: DLW/SEMR

Time critical reference

For Official Use
Mortgage Section

Post Room

REGISTERED

-7 OCT 1993



FIXED CHARGE OVER ALL PRESENT AND FUTURE ESTATES OR INTERESTS IN FREEHOLD OR LEASEHOLD PROPERTY, BUILDING FIXTURES AND CHATTELS, PLANT MACHINERY AND VEHICLES, STOCKS SHARES DEBENTURES BONDS OR OTHER SECURITIES, GOODWILL, BENEFIT OF LICENCES, UNCALLED CAPITAL AND PREMIUMS, AND LICENCES PATENTS COPYRIGHTS AND RIGHTS IN TRADEMARKS.

FLOATING CHARGE OVER THE MORTGAGOR'S UNDERTAKING AND ALL ITS ASSETS WHATSOEVER AND WHERESOEVER INCLUDING UNCALLED CAPITAL AND UNCALLED PREMIUMS AND ASSETS ACQUIRED AFTER THE DATE OR DATES UPON WHICH THE FLOATING SECURITY HEREBY CREATED CRYSTALLIZES, OTHER THAN ANY OF THE MORTGAGOR'S PROPERTY WHICH IS CHARGED BY WAY OF FIXED CHARGE.

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)

Signed Luklats and Paine

Date 6 October 1993

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 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



**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 20th SEPTEMBER 1993
and created by JETSET EUROPE LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to AUSTRALIA AND NEW ZEALAND BANKING
GROUP LIMITED

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 7th OCTOBER 1993

Given under my hand at the Companies Registration Office,
Cardiff the 11th OCTOBER 1993

No. 2223775

LC 11/10


D. JENKINS

an authorised officer

C.69a



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

S

m457c

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

To the Registrar of Companies

For official use

Company number

[611]

2223775

Name of company

* JETSET EUROPE LIMITED

* Insert full name
of company

Date of creation of the charge

22 OCTOBER 1993

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

Rent Deposit Deed

Amount secured by the mortgage or charge

The obligations of the Tenant under a Lease dated
22 October 1993 made between Collin Estates Limited (1) and
the Company (2) relating to the premises on Third Floor
(East), 78a 79-80 Margaret Street, London, W1.

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

Collin Estates Limited of Knighton House

56 Mortimer Street

LONDON

Postcode

W1N 8BD

26 OCT 1993

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

NABARRO NATHANSON
50 STRATTON STREET
LONDON W1X 5FL

22/10/93 / 2793/486

Time critical reference

For official Use
Mortgage Section

REGISTERED

26 OCT 1993

Post room



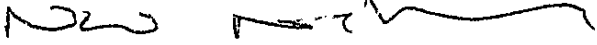
Short particulars of all the property mortgaged or charged

The sum of £3683.63

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)

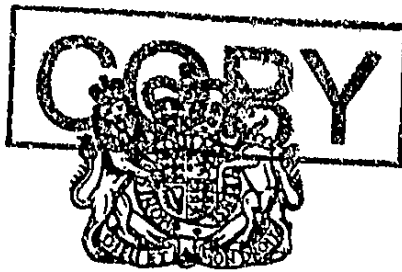
Signed  Date 22nd October 1993

On behalf of [company][mortgagee/other party]†

† 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 Rent Deposit Deed dated 22ND OCTOBER 1993 and created by JETSET EUROPE LIMITED for securing the obligations of the Tenant to COLLIN ESTATES LIMITED under the terms of a Lease dated 22ND OCTOBER 1993 was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 26TH OCTOBER 1993.

Given under my hand at the Companies Registration Office,
Cardiff the 28TH OCTOBER 1993.

No. 2223775

LC 28/10

J. M. EVANS

an authorised officer

M

Please do not
write in
this margin

COMPANIES FORM No. 395**Particulars of a mortgage or charge****395**

Pursuant to section 395 of the Companies Act 1985

RW

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

To the Registrar of Companies

For official use

Company number

[71018]

2223775

Name of company

* JETSET EUROPE LIMITED ("the Company")

*insert full name
of company

Date of creation of the charge

14 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 monies and liabilities which may now or at any time after the creation of the Charge be due and owing by the Company to Jetset Finance PTY Limited ACN 062 671 425 pursuant to a Bonding Facility Agreement of even date and whether actually or contingently and whether solely or jointly with any other person together with all interested referred to in Clause 2.1 of the Fixed and Floating Charge.

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

Jetset Finance PTY Limited

Jetset Centre, 5 Queens Road, Melbourne,

Victoria 3004, Australia

Postcode

-6 JAN 1995

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

Taylor Joynson Garrett
DX 41
LONDON

MWF

Time critical reference

For official use
Mortgage Section

Post room

REGISTERED

31 DEC 1994



Please see Continuation sheet 1 attached.

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

Taylor Lyndon Grant Date 20 December 1994

On behalf of [company/mortgagee/chargee] †

† delete as
appropriate

- 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.

Please do not
write in this
binding margin

Particulars of a charge (continued)

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company Number

2223775

Name of Company

JETSET EUROPE LIMITED ("the Company")

Limited*

* delete if
inappropriate

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

Short particulars of all the property mortgaged or charged by the Fixed and Floating Charge dated 14 December 1994 in favour of Jetset Finance Pty Ltd:

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

- (a) by way of legal mortgage all and any of the leasehold and freehold property (including all fittings, fixtures, and fixed or heavy plant and machinery thereon) now owned by the Company ("the Legally Mortgaged Property");
- (b) by way of specific equitable charge all the estate and interest of the Company in any freehold and/or leasehold property (except the Legally Mortgaged Property) now or at any time during the continuance of this charge owned, acquired by or charged to the Company;
- (c) by way of fixed charge the motor vehicles, plant and equipment and other fixed assets (except those comprised in the Legally Mortgaged Property) now or at any time during the continuance of this charge owned or acquired by or charged to the Company;
- (d) by way of fixed charge all its right, title and interest in and to any proceeds of any insurance of the property which is now or may hereafter become subject to this charge, to the extent that the same are not otherwise subject to a fixed charge hereunder; and
- (e) by way of floating charge the whole of the remainder of its undertaking, property, rights and assets both present and future and wheresoever situated.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02223775

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIXED AND FLOATING CHARGE DATED THE 14th DECEMBER 1994 AND CREATED BY JETSET EUROPE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO JETSET FINANCE PTY LIMITED PURSUANT TO A BONDING FACILITY AGREEMENT OF EVEN DATE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 31st DECEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th JANUARY 1995.

R. M. GROVES
for the Registrar of Companies



COMPANIES HOUSE

HC0268

Dx 9/01 PN