



COMPANIES FORM No. 395

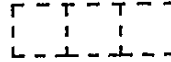
395**Particulars of a mortgage or charge**Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use Company number



2229895

Name of company

* Chambers Travel Limited

Date of creation of the charge

18 April 1991

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

Memorandum of Deposit over Cash Deposit

Amount secured by the mortgage or charge

All monies due or to become due from the company
to the chargee (on any account whatsoever)

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

Hill Samuel Bank Limited

100 Wood Street

London

Postcode EC2P 2AJ

Presentor's name, address and
reference (if any):SJS 1JT 1 Chambers
Hill Samuel Bank Limited
19 St James's Square,
London, SW1Y 4JQ.

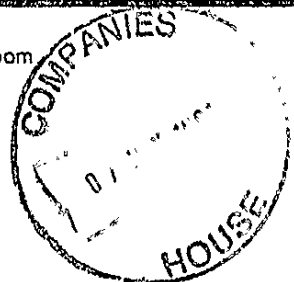
Time critical reference

For official use
Mortgage section

Post room

REGISTERED

- 7 MAY 1991



Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

The sum of six thousand two hundred & fifty sterling
pounds (£6250) held in an account in the name of Hill
Samuel Bank Limited re Chambers Travel by TSB Bank
Plc Regent Street Sort Code 779166 Account No 90957060

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed

for and on behalf of HILL SAMUEL BANK LTD Date 30/4/91

On behalf of [company] [mortgagee/chargee] 19 ST. JAMES'S SQUARE
SW1Y 4JU

*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.

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The Solicitors' Law Stationery Society plc, Paulton House, 8 Shepherdess Walk, London N1 7LB

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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 18th APRIL 1991
and created by CHAMBERS TRAVEL LIMITED

for securing all moneys due or to become due from the Company to HILL,
SAMUEL BANK LIMITED

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 7th MAY 1991

Given under my hand at the Companies Registration Office,
Cardiff the 10th MAY 1991

No. 2229894

A handwritten signature in dark ink, appearing to read 'J. P. Duggan'.

J. P. DUGGAN,
an authorised officer

FILE COPY



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