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COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not
write in
this margin

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

To the Registrar of Companies

For official use Company number

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

Name of company

* MPC 92 Limited carrying on business with MediaOne PCN, Inc (formerly "USW PCN, Inc") and Mercury Personal Communications Limited under the name of Mercury Personal Communications (the "Partnership")

I, *Kenneth Keith Clayton* residing at *1 Parr House*
of *MPC 92 limited* *12 Beaulieu Ave, London*
EC16 1TS.
[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]†

† Delete as
appropriate

‡ Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Date and Description of charge ‡ Partnership Debenture dated 1 December 1995

Date of Registration § 15 December 1995

Name and address of [chargee] [trustee for the debenture holders]

Samuel Montagu & Co. Limited of 10 Lower Thames Street, London

Short particulars of property charged ¶ Fixed and floating charge over the assets of the Partnership

§ The date of
registration may
be confirmed
from the
certificate

¶ Insert brief
details of
property

And 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 *124 Shearwater Road,*
London WC1X 8RX

Declarant to sign below

the *23rd* day of *November*
one thousand nine hundred and *98*
before me

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths *Richard G ROSSER - Notary Public London*

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

Freshfields
65 Fleet Street
London EC4Y 1HS
DX 23 LONDON
(Ref: 403mpc4)

For official use
Mortgage section

