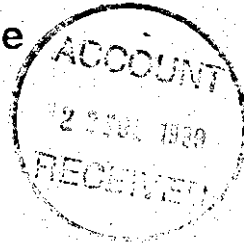


Particulars of a mortgage or charge

395



Pursuant to section 395 of the Companies Act 1985

For official use

Company number

4

02286849

To the Registrar of Companies
(Address overleaf - Note 5)

Name of company

* Doubles Classic Sports & Leisure
Wear Ltd

Date of creation of the charge

13. 7. 99

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

Deed of Mortgage

Amount secured by the mortgage or charge

All monies and liabilities which now or at any time may
be due or owing from the Company to the Mortgagee on an
account current in any manner whatever together with
commission charges legal and other costs and interest.

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

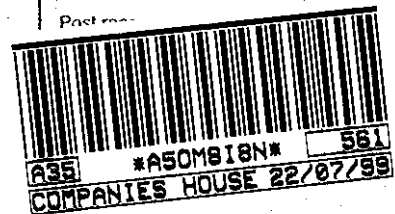
CAPITAL BANK Plc, Purley Business Finance, Capital House
High Street, Purley, Surrey

Postcode

CR8 2AF

Presentor's name address and
reference (if any):For official Use
Mortgage Section

Past master



Time critical reference

particulars of all the property mortgaged or charged

Sixty Four Shares in the vessel name (BWCWA16
and in her boats and appurtenances. 1C595

Boston whaler
Dauntless 17

Please do not
write in
this margin

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

The Company is prohibited from creating any mortgage charge
or other encumbrance in favour of any third party affecting
the mortgaged property without the previous consent in
writing of the Mortgagee.

Particulars as to commission allowance or discount (note 3)

NIL

Signed

John N...

Date

21.7.99

on behalf of [company]/[mortgagee/chargee]†

† delete as
appropriate

Notes

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 situated in Scotland or Northern Ireland) and Form No. 398 is submitted.

A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.

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.

If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.

The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02286849

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF MORTGAGE DATED THE 13th JULY 1999 AND CREATED BY DOUBLES CLASSIC SPORTS AND LEISURE WEAR LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CAPITAL BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd JULY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th JULY 1999.

[Handwritten signature]



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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