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COMPANIES FORM No. 395

395

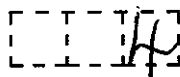
Particulars of a mortgage or charge

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



2567540

Name of company

* INDEPENDENT TRUSTEE SERVICES LIMITED

Date of creation of the charge

3rd APRIL 1995

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

LEGAL CHARGE

Amount secured by the mortgage or charge

SEE ATTACHED

£1a 74 due from the Co. & Gary O'Brien
(being the trustees of the Gary O'Brien
funded Unapproved Retirement Benefit
Scheme).

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

SAMUEL MONTAGU & CO. LIMITED of 31 HILL STREET, LONDON

Postcode W1X 7FD

24 APR 1995

Presentor's name, address and
reference (if any):THEODORE GODDARD
150 ALDERSGATE STREET
LONDON EC1A 4EJ

(Ref: 408/7728.15)

0171-6068855

Time critical reference

For official use

Mortgage section

REGISTERED

24 APR 1995

Post room



PMO *P0PW700H* 229

COMPANIES HOUSE 24/4/95

COMPANIES HOUSE 21/04/95

fax rec'd 24/4/95

Short particulars of all the property mortgaged or charged

FLORA HOUSE
81 KEW GREEN
RICHMOND
SURREY
TW9 3AH

* See attached fax.

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 18/4/1995 ✓

On behalf of [company] [mortgagee/chargee]* *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.

Particulars of a mortgage or charge

Independent Trustee Services Limited (Co. No. 2567540)

Amount secured by the mortgage or charge

All monies and liabilities which are now or shall at any time hereafter be due owing or incurred to the Bank by the Company together with Gary O'Brien as joint mortgagor whether actually or contingently and whether presently or in the future and whether solely or jointly with any other person and whether as principal or surety or in any way whatsoever including (as well after as before any demand made or judgment obtained) interest discount commission and other lawful charges and expenses computed and compounded from time to time in accordance with the terms agreed between the Mortgagor and the Bank relating thereto (if any) and in the absence of any such agreed terms computed and compounded from time to time in accordance with the current practice of the Bank (but so that interest shall be computed at the rate of 2% per annum over the Bank's base rate from time to time ruling) the words "monies" and "liabilities" shall not include any monies and liabilities arising under any regulated consumer credit agreement falling within Part 5 of the Consumer Credit Act 1974 unless specifically agreed between the Mortgagor and the Bank limited to the realisable assets of the Gary O'Brien Funded Unapproved Retirement Benefit Scheme

THEODORE GODDARD

Business and Finance Lawyers

150 Aldersgate Street, London EC1A 4EJ
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Telex 884678 Fax: 0171-606 4390 Dk 47 London
International Dialling Code +44 171

24th April 1995

Our Ref: 408/7728.15/1680Y

Companies House
Crown Way
Cardiff
CF4 3UZ

For the attention of Ms. N. Berkley

BY FAX

Dear Madam

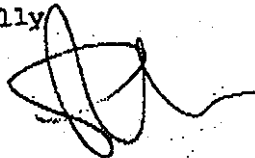
Independent Trustees Services Limited (Co. No. 2567340)
Flora House, 81 Kew Green, Richmond, Surrey TW9 3AH

We refer to the above matter and your telephone call to this office today.
We confirm that the Legal Charge dated 3rd April 1995 relates to the above property, registered with Title Number SGL476765.

We further confirm that the following words should be added to our Form 395:

"Together with all fixtures and fittings in or about the Property and the Company's interest in the proceeds of sale thereof and the benefits of all rights licences guarantees etc. relating to the Property and the goodwill of the business carried on at the Property."

Yours faithfully



Theodore Goddard LONDON • BRUSSELS

Klein Goddard PARIS Dewey Ballantine Theodore Goddard WARSAW • PRAGUE • BUDAPEST

Associated offices in NEW YORK • WASHINGTON • LOS ANGELES • HONG KONG • JERSEY

A list of the names of partners is open to inspection at the above address. Theodore Goddard is regulated by The Law Society in the conduct of investment business.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02567540

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 3rd APRIL 1995 AND CREATED BY INDEPENDENT TRUSTEE SERVICES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND GARY O'BRIEN (BEING THE TRUSTEES OF THE GARY O'BRIEN FUNDED UNAPPROVED RETIREMENT BENEFIT SCHEME) TO SAMUEL MONTAGU & CO. LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th APRIL 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th APRIL 1995.

N. S. Berkley

N. S. BERKLEY
for the Registrar of Companies



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

HC026B

25/4