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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

CHA 116

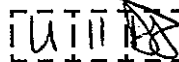
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in black type, or
bold block lettering

*insert full name
of company

To the Registrar of Companies

For official use

Company number



2590136

Name of company

* Flightform Limited

Date of creation of the charge

1 December 1995

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

A first fixed charge dated 1 December 1995 made between the Company (1)
and Mercedes-Benz Finance Limited ("MBF") (2)

Amount secured by the mortgage or charge

All moneys payable under the hire purchase agreements or lease
agreements entered into at any time between MBF and the Company

69

Eltham Co Ltd



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

Mercedes-Benz Finance Limited Marlborough Court
Sunrise Parkway Linford Wood Milton Keynes MK14 6YR

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

Kimbell & Co
352 Silbury Court
Silbury Boulevard
Milton Keynes
MK9 2HJ

For official use
Mortgage Section

Post room



Time critical reference
PAH/M55-30

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1. By first fixed the following items of property ("the Property"):
- (i) all sub-lease agreements ("the Sub-lease Agreements") entered into at any time by the Company with customers of the Company relating to goods now or hereafter owned by the Company but let by MBF to the Company under hire purchase agreements or lease agreements (collectively "the Credit Agreements") entered into at any time between MBF and the Company;
 - (ii) the full benefit and advantage of the moneys payable under the Sub-lease Agreements;
 - (iii) the benefit of all guarantees and indemnities taken by the Company in connection with the Sub-lease Agreements; and
 - (iv) the benefit of all insurance effected by the Company or by the customer(s) of the Company pursuant to the terms of the Sub-lease Agreements in respect of the goods comprised therein.
2. The Company shall not without the prior consent in writing of MBF create or permit to come into being any assignment, mortgage, charge or lien in respect of the Property or to sell the Property.

Particulars as to commission allowance or discount (note 3)

Signed Kimbell & Co

Date 1 December 1995

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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02590136

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIRST FIXED CHARGE DATED THE 1st DECEMBER 1995 AND CREATED BY FLIGHTFORM LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MERCEDES-BENZ FINANCE LIMITED UNDER THE HIRE PURCHASE AGREEMENT OR LEASE AGREEMENTS WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd DECEMBER 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th DECEMBER 1995.


D. JENKINS

for the Registrar of Companies

*Post
6/12
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C O M P A N I E S H O U S E

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