

09-06-98

2045-4 (3/5/02) 395 - UOI - 1 x PK50

T2/OT 3386

**M**

**COMPANIES FORM No. 395**

**Particulars of a mortgage or charge**

**395**

Please do not  
write in  
this margin

Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

**02700283**

02700283

Name of company

**Rutland Shoe Company Limited**

\* Insert full name  
of company

Date of creation of the charge

**22 MAY 1998**

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

**Chattels mortgage dated 22 MAY 1998**

Amount secured by the mortgage or charge

**All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.**

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

**Midland Bank plc, whose registered office is at Poultry, in the City of London.**

Postcode **EC2P 2BX**

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

**THE REGISTRAR OF COMPANIES  
COMPANIES HOUSE  
40 LINCOLN'S INN FLD  
LONDON EC3A 3BB  
TEL 020 7325 5000 FAX 020 7325 5001**

Time critical reference

For official Use  
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

All that equipment set out in the schedule hereto.

Please do not  
write in  
this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed

*ABingle*

*PDavis*

Date 22<sup>nd</sup> MAY 1998.

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.



RUTLAND SHOE COMPANY LTD  
VICTORIA HOUSE  
30 VICTORIA STREET  
IRTHLINGBOROUGH  
NORTHANTS  
NN9 5RQ

FIXED AND LOOSE PLANT & EQUIPMENT

OMV      ERRP

WORKS

BOTTOM STOCK SHOP

|                                                                        |       |       |
|------------------------------------------------------------------------|-------|-------|
| A "BU" Model B Swing Beam Cutting Press<br>Serial No. E7673            | 500   | 500   |
| A "Torielli" 804/OMPN Bench Hot Foil Stamping<br>Machine               | 1,000 | 1,000 |
| A "BU" Hestika Glue Cementer with Heated<br>Rotary Drying Cabinet      | 300   | 200   |
| A "Torielli" 135 ALT Heavy Duty Skiving Machine<br>Serial No. 93/13044 | 2,000 | 1,800 |

CLICKING ROOM

|                                                                             |     |     |
|-----------------------------------------------------------------------------|-----|-----|
| A "Cox & Wright" Atom G222 Swing Beam Cutting<br>Press<br>Serial No. T7547A | 600 | 600 |
| A "Cox & Wright" Atom G999 Swing Beam Cutting<br>Press<br>Serial No. 53155  | 600 | 600 |
| Ditto Model G822<br>Serial No. 53348                                        | 600 | 600 |
| Ditto Model G222                                                            | 600 | 600 |
| Ditto<br>Serial No. 42471                                                   | 600 | 600 |
| A "Torielli" GT222 Ditto<br>Serial No. 42612                                | 600 | 600 |



|                                                                                            |        |        |
|--------------------------------------------------------------------------------------------|--------|--------|
| A "BU" GSB 3/14 Ditto<br>Serial No. 53981                                                  | 600    | 600    |
| A Hawker Technical Atom SE8 Ditto<br>Serial No. 54335                                      | 800    | 800    |
| A "BU" Shackle Marking Machine<br>Serial No. E286                                          | 1,500  | 1,200  |
| A "Standard Engineering" 171 AEM/AT Hot Foil<br>Sock Stamping Machine<br>Serial No. 30014  | 1,000  | 750    |
| A "BU" No. 5 Lining Marking Machine<br>Serial No. 362                                      | 300    | 200    |
| A 24" Wide Spray Booth with Extraction System &<br>Spray Equipment                         | 100    | 100    |
| <b><u>MAKING ROOM</u></b>                                                                  |        |        |
| A "BU" No. 6 Back Part Moulding Machine, Twin<br>Station with Refrigeration                | 1,000  | 800    |
| Two International TPA Toe Puff Activators<br>Serial Nos. 196 & 219                         | 400    | 400    |
| A "BU" 4A Series 6 Pulling & Lasting Machine<br>with Welting Attachment<br>Serial No. 6096 | 2,000  | 1,500  |
| A "BU" Rex Forepart Lasting Machine with<br>Welting Attachment<br>Serial No. 6105          | 2,000  | 1,500  |
| A "BU" Activator Heater                                                                    | 100    | 100    |
| A "BU" RR-USLR Staple Side Laster<br>Serial No. E225                                       | 12,500 | 10,000 |
| Ditto<br>Serial No. E720                                                                   | 12,500 | 10,000 |
| A "BU" HVA No. 8 Auto Setting Plant                                                        | 400    | 300    |
| A "BU" No. 2 Upper Roughing & Scouring<br>Machine with Extraction Unit<br>Serial No. 122   | 250    | 250    |

BBPryl

R Davis



|                                                                                   |        |        |
|-----------------------------------------------------------------------------------|--------|--------|
| A "BU" Hestika Cementer with Overhead Extractor                                   | 1,000  | 750    |
| A "BU" No. 5 Tack Seat Lasting Machine                                            | 800    | 500    |
| A "BU" RA Heel Seat Lasting Machine<br>Serial No. S1234                           | 1,000  | 800    |
| A "Burnley Packaging" L Seal Wrapping Machine<br>with Shrink Tunnel               | 400    | 400    |
| A "Standard" 45E Combination Moist/Hot Air<br>Blowing Machine<br>Serial No. 68500 | 250    | 200    |
| A Purpose Built Pneumatic Seat Press on Stand                                     | 50     | 50     |
| A "Standard Engineering" 76MO Rough Upper<br>Trimmer<br>Serial No. 7610           | 800    | 600    |
| A "BU" Model L Welt Sewing Machine<br>Serial No. E280                             | 12,500 | 10,000 |
| Ditto<br>Serial No. E335                                                          | 12,500 | 10,000 |
| A "Standard" Inseam Trimming Machine                                              | 8,000  | 5,000  |
| A "Standard" Welt Beating Machine                                                 | 1,000  | 750    |
| A "Standard Machines" 285 Stitch Separating<br>machine<br>Serial No. 102          | 500    | 250    |
| A "Cox & Wright" Last Slipping Machine                                            | 150    | 150    |
| A 4ft Wide Cementing Booth with Extraction &<br>Rotary Drying Cabinet             | 100    | 100    |
| A "Cox & Wright" CW HSSR8 Flash Activator<br>Serial No. 8590/19                   | 150    | 150    |
| A "BU" No. 3 Sole Laying Machine<br>Serial No. 904                                | 150    | 150    |
| A "BU" Rapid Loose Nailing Machine, Hopper Fed<br>Serial No. E6214                | 1,000  | 750    |

*B. Pringle*

*P. Davis*



|                                                                                                          |        |        |
|----------------------------------------------------------------------------------------------------------|--------|--------|
| A "BU" Ditto Model 10<br>Serial No. E6983                                                                | 1,000  | 750    |
| A "BU" Model E Universal Channel & Rounding<br>Machine<br>Serial No. L3343                               | 4,000  | 2,500  |
| Ditto<br>Serial No. E3593                                                                                | 4,000  | 2,500  |
| A "Standard" 422BMC Upper Roughing &<br>Scouring Machine with Single Bag Dust Extractor<br>Serial No. 28 | 500    | 500    |
| A "BU" No. 10 Sole Stitching Machine<br>Serial No. 881                                                   | 15,000 | 10,000 |
| A "Standard" Cleveland Sole Stitching Machine                                                            | 3,000  | 2,000  |
| A "Johnson" Welting Indenting Machine                                                                    | 1,000  | 750    |
| A "BU" No. 5 Twin Station Sole Laying Machine<br>Serial No. 269                                          | 200    | 200    |
| A "Standard" Bobbin Winding Machine<br>Serial No. B9002                                                  | 100    | 100    |
| A "Ban" P76 Sole Laying Machine, Twin Station                                                            | 500    | 500    |
| A "PED" Flash Activator<br>Serial No. 781107                                                             | 250    | 250    |
| A "Cox & Wright" Pneumatic Last Slipper                                                                  | 150    | 150    |
| A "Torielli" Inside Heel Attaching Machine<br>with Stands                                                | 1,500  | 1,000  |
| A "Standard" PTP 983NA Inside Heel Attaching<br>Machine<br>Serial No. 4941357                            | 6,000  | 4,000  |
| A "Svit" E81 Long Arm Heel Attaching Machine<br>Serial No. 167191                                        | 750    | 500    |
| <b><u>FINISHING DEPARTMENT</u></b>                                                                       |        |        |
| A Universal Twin Head Heel Scouring Machine<br>Serial No. 21193                                          | 400    | 400    |

*Robinae Davis*



|                                                                                    |       |       |
|------------------------------------------------------------------------------------|-------|-------|
| Ditto, "BU" No. 38                                                                 | 400   | 400   |
| Five Universal Single Bag Dust Extraction Units                                    | 2,000 | 1,500 |
| A "BU" No. 3 Heel Trimming Machine<br>Serial No. 38                                | 750   | 500   |
| A "Fred Hawkes" 3 Spindle Sole Edge Trimming<br>Machine                            | 2,000 | 1,500 |
| Ditto<br>Serial No. 6285                                                           | 2,000 | 1,500 |
| A Similar Machine                                                                  | 250   | 250   |
| A "BU" Fine Heel Scouring Machine with<br>Brush Attachment<br>Serial No. 370       | 400   | 400   |
| Bench Electric Twin Iron Pressing Machine                                          | 200   | 100   |
| A "BU" No. 6 Heel Padding & Seat Wheeling<br>Machine<br>Serial No. 313             | 1,000 | 1,000 |
| A "BU" 4 Head Edge Setting Machine<br>Serial No. 911                               | 600   | 400   |
| A "BU" No. 11 Bottom Scouring Machine<br>Serial No. 109                            | 750   | 750   |
| Three 24" Wide Spray Boots with Spray<br>Equipment & Extractor Fans & Ducting      | 600   | 300   |
| A "BU" 4 Head Bunking Machine<br>Serial No. 2058                                   | 300   | 250   |
| Two "Fred Hawkes" Double Ended Buffing<br>Machines with Hawkes Wet Dust Extractors | 500   | 500   |
| A "Universal" Upper Cover Removal Machine                                          | 150   | 100   |
| A "BU" No. 3 Sole Stamping Machine<br>Serial No. E664                              | 2,000 | 1,500 |
| A "Standard" 415 Pneumatic AE Heat Foil<br>Stamping Machine<br>Serial No. 23       | 750   | 500   |

A. Bingle

R. Davis



|                                                             |     |     |
|-------------------------------------------------------------|-----|-----|
| A "BU" Bench Coatrite Cementing Machine<br>Serial No. E2236 | 150 | 150 |
| Two Double End Pedestal Polishing Machines                  | 300 | 300 |
| Two Universal Single Bag Dust Extraction Units              | 500 | 500 |
| Two Electric Hot Air Blowing Guns                           | 100 | 100 |

#### WAREHOUSE

|                                                                            |     |     |
|----------------------------------------------------------------------------|-----|-----|
| A Pakseal Semi Automatic Banding Machine                                   | 400 | 200 |
| Avery 3301 CHB Dial Type Weighing Machine<br>130lb<br>Serial No. 481145-21 | 40  | 40  |

#### CEMENT ROOM

|                                                                            |       |       |
|----------------------------------------------------------------------------|-------|-------|
| Three CIC Ralphs No. 458 Twin Station Injection<br>Moulding Machines       | 3,000 | 3,000 |
| A 4ft Wide Cementing Booth with Extraction                                 | 50    | 50    |
| A 24" Wide Spray Booth with Spray Equipment                                | 100   | 100   |
| A "PED" Electric Tower Drying Machine MACHINE SOLD<br>Serial No. 871113    | 350   | 350   |
| A "Sabar" 88AD SX Heel Attaching Machine<br>Serial No. 849413              | 300   | 300   |
| A "PED" Flash Activator<br>Serial No. 861009                               | 150   | 150   |
| A "BU" No. 7 Bottom Cementer<br>Serial No. 311                             | 100   | 100   |
| A "Thorne" W80 GRP Wet Dust Extractor<br>Serial No. J25192/89              | 350   | 250   |
| A "BU" Upper Rougher & Scouring Machine<br>Serial No. 118                  | 1,000 | 750   |
| An "International" 'E' Camborian Side Lasting<br>Machine<br>Serial No. 320 | 400   | 400   |

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PDavis





|                                                               |       |       |
|---------------------------------------------------------------|-------|-------|
| A "BU" 4A Series Pulling & Lasting Machine<br>Serial No. 2354 | 250   | 250   |
| A "PED" Toe Steaming Machine<br>Serial No. 501143             | 100   | 100   |
| An "International" TPA Toe Puff Activator<br>Serial No. 122   | 100   | 100   |
| An "International" Twin Station Back Part<br>Moulding Machine | 1,500 | 1,000 |
| A "BU" No. 5 Band Knife Splitting Machine<br>Serial No. 130   | 1,000 | 750   |

#### COMPRESSOR HOUSE

|                                                                                            |     |     |
|--------------------------------------------------------------------------------------------|-----|-----|
| An "SEG" Rotary Screw Compressor in Enclosure                                              | 800 | 800 |
| A "Mistral" Refrigerated Air Dryer                                                         | 200 | 200 |
| An "Ingersoll Rand" 30 3 Cylinder Air Compressor,<br>Receiver Mounted<br>Serial No. 275687 | 300 | 300 |
| A Similar Twin Cylinder Compressor (standby)                                               | 150 | 150 |
| A 60" x 36" dia WMS Air Receiver                                                           | 20  | 20  |

#### YARD

|                                                             |     |     |
|-------------------------------------------------------------|-----|-----|
| A "BU" Freestanding Electric Drying Cabinet<br>6' x 3' x 5' | 200 | 200 |
|-------------------------------------------------------------|-----|-----|

#### MACHINE STORE

##### STORED AND INCOMPLETE MACHINERY:

|                                                                         |   |  |
|-------------------------------------------------------------------------|---|--|
| A Toyota LS2-200-AD158 Single Needle Flat<br>Bed Sewing Machine Station | ) |  |
| A "BU" New Marvel Skivving Machine<br>Serial No. E228                   | ) |  |
| A "BU" Seat Paring Machine                                              | ) |  |
| A "BU" Heel Trimming Machine                                            | ) |  |

} Sew

(continued)

ABingl Davis



|                                          |                       |       |       |
|------------------------------------------|-----------------------|-------|-------|
| A Hang Blind Eyelet Machine              | Machine               |       |       |
| A "BU" G583 Clicking Press               |                       |       |       |
| An Atom G22 Clicking Press               |                       |       |       |
| Four "Bruggi" Series FO/1                | Sole Trimming Machine | Sold  |       |
| An Atkins AA Manual Fusing Press         |                       |       |       |
| <u>INCOMPLETE MACHINES:</u>              |                       |       |       |
| A "BU" Model B Staple Side Laster        |                       | SOLD  |       |
| A "Standard" Round & Channel Machine     |                       |       |       |
| A "BU" No. 11 Heel Attacher              |                       |       |       |
| A Standard Lockstitch Machine            |                       |       |       |
| Two "BU" No. 6 HVA Heat Setting Machines |                       |       |       |
| A "CIC Ralphs" Encimat Computer Stitcher |                       |       |       |
| A "Torielli" Sole Laying Machine         |                       |       |       |
| Three Universal Welt Butting Machines    |                       |       |       |
| An Ormac Seat Lasting Machine            |                       |       |       |
| A "BU" Coatrite Cementing Machine        |                       |       |       |
| A "BU" No. 4 Cementing Machine           |                       |       |       |
| A Camborian Side Lasting Machine         |                       |       |       |
| A "BU" Heel Padding Machine              |                       |       |       |
| A Standard Rapid Nail & Seat Parer       |                       |       |       |
| A Hawkes Freeman Roller Press            |                       |       |       |
| A "BU" Channel Closing Machine           |                       | 5,250 | 5,250 |

FIRST FLOOR

Three Singer Post Sewing Machines ) (continued)

06/10/97

AS Pingle Adams



|                                                                                |   |        |        |
|--------------------------------------------------------------------------------|---|--------|--------|
| A Pfaff Twin Needle Post Sewing Machine                                        | ) |        |        |
| A "BU" Stitch Separator                                                        | ) |        |        |
| A "BU" Beading Machine                                                         | ) |        |        |
| A Singer 236 Post Machine                                                      | ) |        |        |
| A Singer Centurion Flat Bed Single Needle                                      | ) |        |        |
| Seven Various Post Sewing Machines                                             | ) |        |        |
| A "Pfaff" Under Edge Trimmer                                                   | ) |        |        |
| A New Mark Skiving Machine                                                     | ) |        |        |
| A Mitsubishi PLK 0604 Computer Control Sewing Machine                          | ) | SOA    |        |
| A Universal Angle Gimp Machine<br>Serial No. 53167                             | ) |        |        |
| A "Pfaff" 335-43 Shell Binding Machine<br>Serial No. 600249                    | ) | 6,500  | 6,500  |
| An Allowance for:-                                                             |   |        |        |
| Minor Machine Tools                                                            | ) |        |        |
| Power Tools                                                                    | ) |        |        |
| Machine Equipment                                                              | ) |        |        |
| Small Tools & Equipment                                                        | ) |        |        |
| Fixtures & Fittings                                                            | ) |        |        |
| Sundry Works Equipment                                                         | ) | 4,000  | 3,000  |
| <b><u>CLOSING ROOM</u></b>                                                     |   |        |        |
| A BU Model O Goodyear Outsole Rapid<br>Lockstitch Machine<br>Serial No. E10169 |   | 10,000 | 10,000 |
| A BU Thermocementing and Folding Machine<br>Serial No. EP10                    |   | 100    | 100    |
| A BU Bench Mounted Toe Puff Press                                              |   | 100    | 100    |
| A BU No. 4 Perforating Machine<br>Serial No. 858                               |   | 75     | 75     |



|                                                                                                             |     |     |
|-------------------------------------------------------------------------------------------------------------|-----|-----|
| A Pfaff 144-944/0-BL Single Needle Flatstitch Machine<br>Serial No. 727211                                  | 50  | 50  |
| A Singer 236G125 Post Machine with Efka Variostop Motor<br>Serial No. PA761200                              | 40  | 40  |
| Ditto Type 236G124<br>Serial No. PA921219                                                                   | 40  | 40  |
| A BU Skiving Machine<br>Serial No. 2938                                                                     | 150 | 150 |
| A BU New Marvel Skiving Machine<br>Serial No. E194                                                          | 600 | 600 |
| A BU Skiving Machine<br>Serial No. 1998                                                                     | 200 | 200 |
| A BU No. 9 Upper Skiving Machine<br>Serial No. 1903                                                         | 300 | 300 |
| An Adkins Thermobond Tray Type Press<br>Tray Size 23" x 18" (approx)                                        | 100 | 100 |
| A BU No. 3 Toe Puff Fusing Press<br>Serial No. 1374                                                         | 150 | 150 |
| A Small Heater Plate                                                                                        | 5   | 5   |
| A Singer 107G3 Zig Zag Sewing Machine<br>Serial No. PA666371                                                | 70  | 70  |
| A Singer Centurion 1210300BA Single Needle Flatstitch Machine with Efka Variostop Motor<br>Serial No. 52886 | 100 | 100 |
| Ditto<br>Serial No. 51878                                                                                   | 100 | 100 |
| Ditto                                                                                                       | 100 | 100 |
| A BU Model C Thermo Cementing and Folding Machine<br>Serial No. E4824                                       | 200 | 200 |

*Philip Davis*



A Singer 236G120 Post Machine with Efka  
Variostop Motor  
Serial No. FE012709

40 40

Ditto Type 236W104  
Serial No. W1769585

40 40

Ditto 236G120  
Serial No. PC13579

40 40

Ditto  
Serial No. PC4150

40 40

A Pfaff Type 491-755/03-726/04-940 02BL Post  
Machine with Efka Variostop Motor  
Serial No. 779203

500 500

Ditto Type 194-03BL  
Serial No. 52749

100 100

A Singer 236W100 Post Machine with Efka  
Variostop Motor  
Serial No. W1769734

40 40

A Prime Model BST Taping and Seaming Machine  
Serial No. 493

100 100

A Singer 51W50 Post Machine with Efka  
Variostop Motor  
Serial No. W653149

20 20

Ditto Type 236G110  
Serial No. PA760446

20 20

A Brockton Type KM Perforating Machine,  
Bench Mounted  
Serial No. 549

50 50

A Singer 236G120 Post Machine with Efka  
Variostop Motor  
Serial No. 22190

40 40

Ditto Type 236G105  
Serial No. PA759261

40 40

Ditto Type 236W105  
Serial No. PA770123

40 40



|                                                                                                                     |       |       |
|---------------------------------------------------------------------------------------------------------------------|-------|-------|
| Ditto Type 138G101<br>Serial No. PB230906                                                                           | 20    | 20    |
| Ditto Type 236W120<br>Serial No. PA919047                                                                           | 20    | 20    |
| Ditto Type 236G120<br>Serial No. PC14397                                                                            | 20    | 20    |
| A Mitsubishi LS2-190 Single Needle Flatstitch<br>Machine with Limi Stop Z Pattern Control<br>Serial No. MITW 589400 | 200   | 200   |
| Ditto<br>Serial No. MITW 422763                                                                                     | 200   | 200   |
| A Prime Model BST2 Taping and Seaming<br>Machine with Boston Heat Control<br>Serial No. 1470                        | 200   | 200   |
| A Toyota LS2-AD158-200 Single Needle<br>Lockstitch Machine with Underbed Trim<br>Serial No. C2168G                  | 250   | 250   |
| Ditto                                                                                                               | 250   | 250   |
| A Singer 107W13 Twin Needle Machine<br>Serial No. W752692                                                           | 50    | 50    |
| A BU Coatrite Cementing Machine                                                                                     | 100   | 100   |
| A Stitch Machine, Bench Mounted                                                                                     | 30    | 30    |
| A Singer 21W162 Single Needle Flatstitch<br>Machine<br>Serial No. W387924                                           | 10    | 10    |
| A Cornelz Type COM4 Thermo Cement and<br>Folding Machine<br>Serial No. 8478                                         | 500   | 300   |
| A Singer 69-12 Bartack Machine<br>Serial No. AE500629                                                               | 10    | 10    |
| A BU Epoch Eyeletter                                                                                                | 1,750 | 1,750 |

B. Bringle

P. Davis



|                                                                               |     |     |
|-------------------------------------------------------------------------------|-----|-----|
| A Singer 29KSV9 Patch Sewing Machine, Treadle Operated<br>Serial No. F8299666 | 75  | 75  |
| An Adler Longarm Heavy Duty Cylinder Arm Binding Machine                      | 250 | 250 |
| A Pfaff Post Machine with Efka Variostop Motor and Stand                      | 250 | 250 |
| A Sandt Hydraulic Clicking Press, Head Size 24" x 15" (approx)                | 400 | 400 |
| A Cox & Wright Blocking Press<br>Serial No. CLP303                            | 600 | 400 |
| A Fred Hawkes Ditto<br>Serial No. CLP1102                                     | 600 | 400 |
| A BU Model B Hytronic Clicking Press<br>Serial No. E470                       | 600 | 600 |

#### OFFICES

|                        |   |       |       |
|------------------------|---|-------|-------|
| Office Furniture       | ) |       |       |
| Office Machines        | ) |       |       |
| PC Systems             | ) |       |       |
| Printers & Peripherals | ) | 4,000 | 4,000 |

#### MOTOR VEHICLES

|                                              |       |       |
|----------------------------------------------|-------|-------|
| Ford Transit LWB 190 Diesel Panel Van 2496cc |       |       |
| Date of Registration 15/03/86                |       |       |
| Registration No. N340 YOK                    | 8,750 | 8,750 |

RB Pugh

Davis

IN WITNESS whereof this document which is intended to take effect as a deed has been duly executed the day and year first before written.

RUTLAND SHOE CO LTD.401902.1999.110598CM



FILE COPY



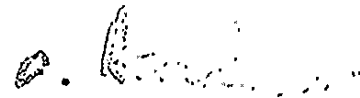
**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 02700283

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHATTELS MORTGAGE DATED THE 22nd MAY 1998 AND CREATED BY RUTLAND SHOE COMPANY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MIDLAND BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 5th JUNE 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th JUNE 1998.

  
A. HARRISON

for the Registrar of Companies

Dx  
RM  
8/6



COMPANIES HOUSE