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COMPANIES FORM No. 395

Particulars of a mortgage or charge

Not for use with Land and Floating Charges

Pursuant to section 395 of the Companies Act 1985

Please do not
write in
this margin

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

* delete if
inappropriate

To the Registrar of Companies

For official use

Company number

U13

2826426

Name of company

SPEEDMAIL INTERNATIONAL

PLC / Limited *

Date and description of the instrument creating or evidencing the charge (note 2)

1. Marine Mortgage dated 12th March 1999 and recorded in
the Register of British Ships on 17th March 19 99

19

Amount secured by the mortgage or charge

1. All sums due or to become due by way of principal and interest
on an account current

Name, address and description of the mortgagee or person entitled to the charge

Lombard North Central plc

Lombard House, 3 Princess Way, Redhill, Surrey RH1 1NP

London

Postcode

W1A 1EU

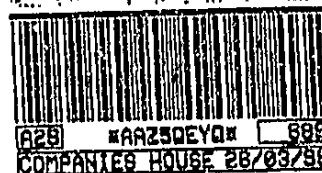
Presentor's name, address and
reference (if any):

c/o Lombard North Central plc
371 Millbrook Road
Southampton
SO1 0HW

For official use

Mortgage section

Post room



Time critical reference

Please do not
write in this
binding margin

Please complete
legibly, prefer-
ably in black
type or bold
block lettering

This charge prohibits the creation of any further charge ranking in priority to or pari passu with the charge.

NIL

Signed X M P S Date 12th March, 1999
Designation of position in relation to the company Director

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. 02826426

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MARINE MORTGAGE DATED 12th MARCH 1999 AND RECORDED IN THE REGISTER OF BRITISH SHIPS ON 17th MARCH 1999 DATED THE 17th MARCH 1999 AND CREATED BY SPEEDMAIL INTERNATIONAL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LOMBARD NORTH CENTRAL PLC ON AN ACCOUNT CURRENT WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 26th MARCH 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th MARCH 1999.

P. Power



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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