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*insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

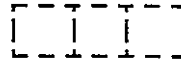
Pursuant to section 395 of the Companies Act 1985



To the Registrar of Companies

For official use

Company number



2906739

Name of company

* HILSTONE CORPORATION LIMITED

Date of creation of the charge

1 December 1998

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

Rent Deposit Deed

Amount secured by the mortgage or charge

The obligations of the company (i) to pay the rent and other sums payable under a Lease of the Third Floor of 26/28 Mount Row, London W1 dated 4 June 1997 and made between Grosvenor Developments Limited and (2) Morgan Hunt Limited and (ii) to comply with the obligations in that Lease of the Lessee thereunder

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

GROSVENOR DEVELOPMENTS LIMITED
53 Davies Street
London W1Y 1FH

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

Boodle Hatfield
61 Brook Street
London
W1Y 2BL

LXT/BAR/02087 147

Time critical reference

LXT/BAR

For official use
Mortgage Section



Short particulars of all the property mortgaged or charged

The sum of £37,200.00 to be paid into a separate designated deposit account with National Westminster Bank plc of 21 Lombard Street, London EC3B 3AR designated "the Third Floor 26/28 Mount Row Deposit Account"

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Particulars as to commission allowance or discount (note 3)

Not applicable

Signed *Boodle Haffield*

Date 18 December 1998

On behalf of ~~[company]~~ ~~[mortgagee]~~ ~~[chargee]~~ [†] Grosvenor Developments Limited

[†] 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. 02906739

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 1st DECEMBER 1998 AND CREATED BY HILSTONE CORPORATION LIMITED FOR SECURING THE OBLIGATIONS OF THE COMPANY (i) TO PAY THE RENT AND OTHER SUMS PAYABLE UNDER A LEASE OF THE THIRD FLOOR OF 26/28 MOUNT ROW, LONDON W.1 DATED 4th JUNE 1997 (AS DEFINED) AND (ii) TO COMPLY WITH THE OBLIGATIONS IN THAT LEASE OF THE LESSEE THEREUNDER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th DECEMBER 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd DECEMBER 1998.

[Handwritten signature]
D. HARRIS

for the Registrar of Companies



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