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COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

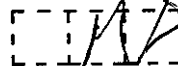
395

Please 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



3009356

Name of company

*INTEGRALIS HARDWARE LIMITED

Date of creation of the charge

19 APRIL 1995

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

Charge over book debts

Amount secured by the mortgage or charge

All monies liabilities fees and interest now or at any time hereafter due to or to become due and payable to Close Invoice Finance Ltd ("the Factor") pursuant to or in connection with a Financing Agreement made between the Company and the Factor or in the absence of such terms on demand by the Factor.

On demand by the Factor all other monies liabilities fees and interest now or at any time hereafter due or to become due to the Factor from the Company on any account whatsoever whether present or future actual or contingent sole or joint as principal or surety.

Interest to the date of discharge on all sums payable and liabilities to be discharged under the terms of the said Financing Agreement.

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

Close Invoice Finance Ltd

Southbrook House, 25 Bartholomew Street

Newbury, Berkshire

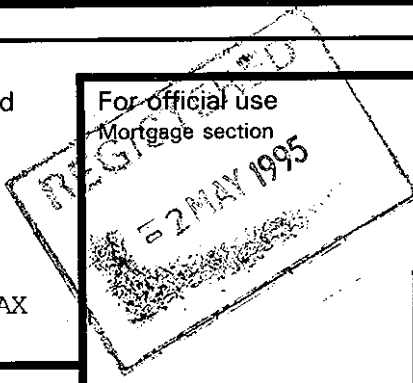
Postcode

RG14 5L

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

COLE AND COLE
APEX PLAZA
FORBURY ROAD
READING
BERKSHIRE RG1 1AX

For official use
Mortgage section



Post room



PMO *P1E90B1P* 254

Time critical reference

D2 117828
READING APEX
PLAZA

Short particulars of all the property mortgaged or charged

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By way of Fixed Charge all book debts and other debts now and from time to time hereafter due owing or incurred to the Company other than such debts as the Factor may have specifically agreed in writing to exclude from such Fixed Charge.

By way of Floating Charge all the book debts and other debts of the Company which are not charged hereunder by way of Fixed Charge.

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

Particulars as to commission allowance or discount (note 3)

Signed

Deavid Cole

Date

1/5/95

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. 03009356

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER BOOK DEBTS DATED THE 19th APRIL 1995 AND CREATED BY INTEGRALIS HARDWARE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CLOSE INVOICE FINANCE LIMITED ON ANY ACCOUNT WHATSOEVER PURSUANT TO A FINANCING AGREEMENT (AS DEFINED) WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd MAY 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd MAY 1995.

M. Ikram Dar
M. IKRAM DAR.

for the Registrar of Companies



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

D7C
3 MAY 1995

HC026B