COMPANIES FORM NO. 395

Please do not write in this margin

Particulars of a charge

Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies



For Official Use

Company Number

3296903

*Insert full name of company

Name of company **ADAS Consulting Limited**

Date of creation of the charge

9th January, 1998

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

Letter of Charge

Amount secured by the charge

All monies now or at any time hereafter owing to the Bank by on any account or accounts or in any manner whatsoever and whether actually or contingently together with interest, discount, commission and all charges and expenses.

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

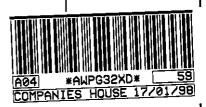
The Governor and Company of the Bank of Scotland

38 Threadneedle Street, London

Postcode EC2P 2EH

Presenter's name, address and reference (if any): Bank of Scotland Legal Services Department, 1st Floor, **Broad Street House** 55 Old Broad Street London EC2P 2HL Ref: Legal/

For Official Use Mortgage section



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Time critical reference

All monies now or at any time hereafter standing to the credit of account number 01412450 in name of the Company in the books of the Bank.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

For the Bank of Scotland

Signed ______On behalf of chargee

Legal Assistant

Date 15th January, 1998

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
- The address of the Registrar if Companies is:-Companies House, Crown Way, Cardiff CF4 3UZ





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03296903

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LETTER OF CHARGE DATED THE 9th JANUARY 1998 AND CREATED BY ADAS CONSULTING LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th JANUARY 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th JANUARY 1998.

PHIL DAVIES

for the Registrar of Companies

