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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 black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf—Note 5)

For official use

Company number

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3327360

Name of company

* VERSALITE GROUP PLC

* insert full name
of company

Date of creation of the charge

X 10th August 1998

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

DEBENTURE

Amount secured by the charge

ALL MONIES AND LIABILITIES WHICH ARE NOW OR SHALL AT ANY TIME
HEREAFTER BE OR BECOME DUE OWING OR INCURRED TO THE CREDITOR
BY THE COMPANY ON ANY ACCOUNT AND WHETHER PRESENT OR FUTURE
ACTUAL OR CONTINGENT TOGETHER WITH ALL COSTS AND EXPENSES
INCURRED BY THE CREDITOR

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

LESLIE EASTON of 5 HOLLYTREE PARADE, SIDCUP HILL, SIDCUP, KENT

Postcode DA14 6JR

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

Memory Crystal

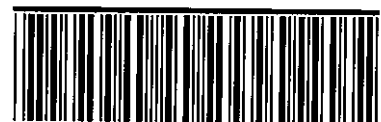
LDE 156

Ref: JW

Time critical reference

For Official Use
Mortgage Section

Post Room

A17 *AYWIT8VI* 323
COMPANIES HOUSE 19/08/98

ALL THE UNDERTAKING AND ASSETS OF THE COMPANY WHATSOEVER AND
WHERESOEVER BOTH PRESENT AND FUTURE

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

Signed X STB 888 Date X 10/8/98

On behalf of [company] ~~to be deleted~~

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03327360

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 10th AUGUST 1998 AND CREATED BY VERSALITE GROUP PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LESLIE EASTON UNDER THE TERMS OF THIS DEBENTURE OR ANY OTHER SECURITY WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th AUGUST 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st AUGUST 1998.

A handwritten signature in dark ink, appearing to read 'R. N. Owens'.

RICHARD NEIL OWENS

for the Registrar of Companies



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