write in this margin

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985



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		
Name of company	03571899		
* Buy as You view Holdings Pic			
Date of creation of the charge			
22 September 2000			
Description of the instrument (if any) creating	or evidencing the charge (note 2)		
DEBENTURE			

Amount secured by the mortgage or charge

All monies and liabilities due owing or incurred or hereafter to become due from the company to the Bank whether actually or contingently and in any manner whatsoever.

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

Girobank plc		
Bootle		
Merseyside	Postcode	GIR 0AA

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

> Girobank plc CADVB, 6 South Admin Bootle, Merseyside, GIR 0AA

Ref: CADVB/6S Admin

Time critical reference





COMPANIES HOUSE ----- התובס חוווקב 05/10/00 28/09/00 Short particulars of all the property mortgaged or charged The Mortgagor as beneficial owner charges by way of floating charge the whole of its undertaking and all its property and assets whatsoever present or future (including its uncalled capital) other than property or assets from time to time or for the time being effectively charged or mortgaged to the bank by way of fixed charge or assignment.

Please do not write in this margin

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

Particulars as t	o commission	allowance or	discount	(note 3)

Signed

22 la la Date

On behalf bf [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.

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03571899

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 22nd SEPTEMBER 2000 AND CREATED BY BUY AS YOU VIEW HOLDINGS PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GIROBANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 5th OCTOBER 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th OCTOBER 2000.





