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COMPANIES FORM No. 395

395

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CHWP000

Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

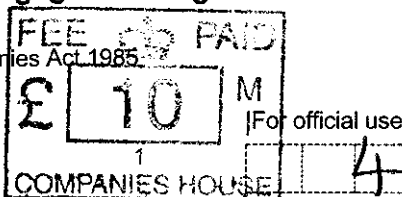
Please do not write in this margin

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

* insert full name of Company

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)



Company number

03725732

Name of company

* SUPPLY DESK LIMITED

Date of creation of the charge

26 AUGUST 2004

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

Debenture

Amount secured by the mortgage or charge

All monetary and all obligations and liabilities whether actual or contingent now or hereafter due owing or incurred by the Company to or in favour of Fortis, present or future, actual or contingent, liquidated or unliquidated, whether arising in or by contract, tort, restitution, assignment or breach of statutory duty and whether arising under the Factoring Agreement between Fortis and the Company or otherwise including (without prejudice to that generality) any such liability of the Company by virtue of any assignment to Fortis of any indebtedness incurred or to be incurred by the Company for any supply of any goods or services to or any hiring by the Company.

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

FORTIS COMMERCIAL FINANCE LIMITED, Westcombe House, 2-4 Mount Ephraim, Tunbridge Wells, Kent,

Postcode TN4 8AS

Presentor's name address and reference (if any):
Paul Davidson Taylor (DAS)
Chancery Ct, Queen St,
Horsham, W.Sussex
RH13 5AD 01403 262333

Time critical reference

For official Use
Mortgage Section

Post room



1. By way of first fixed charge:

(a) the freehold and leasehold property of the Company both present and future and all trade fixtures and fittings and all plant and machinery from time to time in or on any such land or buildings;

(b) all goodwill and unpaid/and/or uncalled capital of the Company;

(CONTINUED ON CONTINUATION SHEET)

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 Paul Davidson Taylor

Date 27 August 2004

On behalf of ~~[company]~~ [mortgagee/chargee][†]

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

[†] 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Amount due or owing on the mortgage or charge (continued)

Please do not
write in this
binding margin

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

CHWP000

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

Please do not
write in this
binding margin

Particulars of a mortgage or charge
(continued)

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company number

03725732

Name of company

SUPPLY DESK LIMITED

Limited *

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Please do not
write in this
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

(c) all stocks shares and securities and documents evidencing title to or the right to possession of any property at any time deposited with Fortis and the property mentioned in such documents;

(d) all intellectual property now owned or at any time hereafter to be owned by the Company;

(e) any debt (purchased or purported to be purchased by Fortis pursuant to the Factoring Agreement between Fortis and the Company), of which the ownership fails to vest absolutely and effectively in Fortis for any reason, together with the Related Rights pertaining to such Debt and the proceeds of it;

(f) all amounts of indebtedness now or at any time hereafter owing or becoming due to the Company on any account whatsoever (together with their proceeds and the Related Rights pertaining thereto);

(g) all amounts now or hereafter owing or becoming due to the Company by Fortis including (but not limited to) any amount retained by Fortis pursuant to standard conditions 5(g), 5(h) or 5(i) contained in the Factoring Agreement between Fortis and the Company

2. By way of first floating charge:

All the undertaking and all the property rights and assets of the Company, whosoever and wheresoever, both present and future, including the Company's stock in trade and its uncalled capital and the proceeds of such property rights and assets other than such of the same as shall for the time being be subject to the fixed charge created by clause 3(1) of the Debenture.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03725732

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 26th AUGUST 2004 AND CREATED BY SUPPLY DESK LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FORTIS COMMERCIAL FINANCE LIMITED UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 28th AUGUST 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st SEPTEMBER 2004.

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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —