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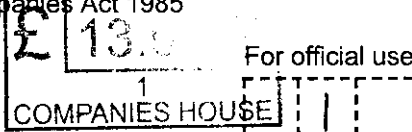
CHFP004

Please do not  
write in  
this marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering\* insert full name  
of Company

COMPANIES FORM No. 395

**Particulars of a mortgage or charge****A fee of £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge.**

Pursuant to section 395 of the Companies Act 1985

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

Company number

4401499

Name of company

• ICONA SOLUTIONS LIMITED

Date of creation of the charge

31 January 2005

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

Debenture

Amount secured by the mortgage or charge

All amounts required to be paid by the Borrower to the Lender now or in the future.

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

North West Equity Fund Limited Partnership

Antler House, Crouchley Lane,

Lymm, Cheshire

Postcode

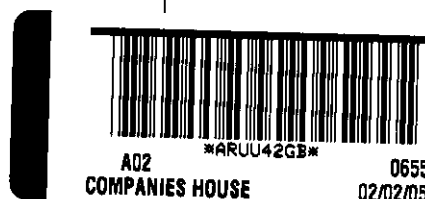
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Presenter's name address and  
reference (if any) :Michael Cornwell  
Brabners Chaffe Street  
1 Dale Street  
Liverpool  
L2 2ET

Time critical reference

For official Use (02/00)  
Mortgage Section

Post room



**2.1 Mortgages and charges**

The Borrower creates the following mortgages and charges in favour of the Lender in order to secure the payment of the Debts:

2.1.1 an equitable mortgage of Land to be acquired by the Borrower in future;

2.1.2 fixed charges of the Borrower's plant and machinery (not including any computers or their peripherals or any other office equipment); goodwill; rights and interest in intellectual property of any kind (including all related property and materials in any medium); uncalled share capital; rights and interest in shares and other securities; and rights and interest in contracts (including contracts of insurance); and

2.1.3 a floating charge of all the Borrower's property and undertaking other than that which is effectively mortgaged or charged under any other provision of this agreement. Paragraph 14 of Schedule B1 to the Insolvency Act applies to any floating charge created by or under this agreement (and each such floating charge is a qualifying floating charge for the purposes of the Insolvency Act).

**2.2 Full Title Guarantee**

Each mortgage and charge created under this agreement is made with full title guarantee. Therefore the Law of Property (Miscellaneous Provisions) Act applies.

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legibly, preferably  
in black type, or bold  
black lettering*

Particulars as to commission allowance or discount (note 3)

Signed *Brabners Chaffe Street*

Date *1/02/05*

On behalf of mortgagee/chargee

*A fee 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 A fee of £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and postal orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ,

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04401499

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 31st JANUARY 2005 AND CREATED BY ICONA SOLUTIONS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NORTH WEST EQUITY FUND LIMITED PARTNERSHIP WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd FEBRUARY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd FEBRUARY 2005.

*Handwritten signature*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —