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COMPANIES FORM No. 410(Scot)

**Particulars of a charge created
by a company registered in Scotland**

410

Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number



SC116468

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

Name of company

* Roseplot Limited

* insert full name
of company

Date of creation of the charge (note 1)

24th April 1998

Description of the instrument (if any) creating or evidencing the charge (note 1)

Standard Security

Amount secured by the charge

All sums due and that may become due

Names and addresses of the persons entitled to the charge

the Governor and Company of the Bank of Scotland
incorporated by Act of Parliament

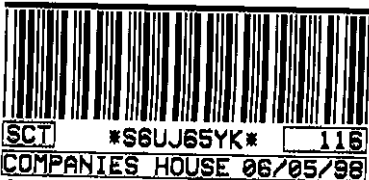
Presentor's name address telephone
number and reference (if any):

Menzies Dougal WS
12 Bruntsfield Crescent
Edinburgh EH10 4HA
Tel: 0131-447-1035
Ref: CM/SS/ROS

For official Use
Charges Section

Post room

R



Short particulars of all the property charged.

Please do not
write in
this margin

ALL and WHOLE the property known as Six/Eight
Sienna Gardens, Edinburgh

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

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and
any ranking provision (note 2)

None

Particulars as to commission, allowance or discount paid (see section 413(3))

None

Signed Maurice Boyal Date 21.04.98

On behalf of ~~company~~ chargee)† as agents for the Governor and Company of the Bank of
Scotland

Notes

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc. should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples - date of signing of an Instrument of Charge; date of recording / registration of a Standard Security; date of intimation of an Assignment.)

2. In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and / or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.

3. A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.

4. A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.

5. The address of the Registrar of Companies is:-

Companies House
37 Castle Terrace
Edinburgh EH1 2EB

† delete as
appropriate



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 116468

I hereby certify that a charge created by

ROSEPLOT LIMITED

on 24 APRIL 1998

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

was delivered pursuant to section 410 of the Companies Act, 1985,
on 6 MAY 1998

Signed at Edinburgh
7 MAY 1998

R. Graham
For Registrar of Companies



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