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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

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

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

For official use

Company number

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SC118669

Name of company

* Wellbuy Limited

* Insert full name
of company

Date of creation of the charge (note 1)

30th October 1989

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

Bond and Floating Charge

Amount secured by the charge

"all monies which now are or which at any time or times hereafter may become due or may ^{be} accruing due".

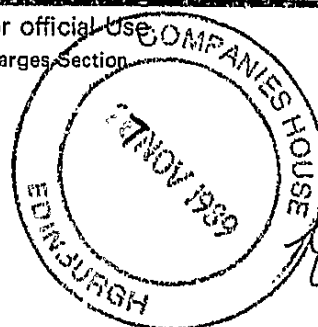
Names and addresses of the persons entitled to the charge

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

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

Bell & Scott, W.S.,
16 Hill Street
Edinburgh
EH2 3LD
REF: T291-2/W/SMC
031 226 6703

For official use
Charges Section



Post room

Short particulars of all the property charged.

Please do not
write in
this margin

"the whole of the property (including uncalled capital) which is or may be from time to time while this instrument is in force comprised in our property and undertaking".

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

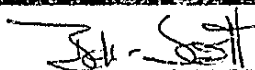
Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

"prohibited from creating subsequent to the date hereof any fixed security or any other floating charge.....having priority over or ranking pari passu with the floating charge hereby created excepting any fixed security which may subsequent to the date of these presents be granted by us in favour of the Bank which shall have priority over the floating charge hereby created."

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

N/A

Signed



Date 16.11.89

On behalf of [XXXXXXXXXX] (chargee)†

Notes

† delete as
appropriate

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 Registration Office
102 George Street
Edinburgh EH2 3DJ



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company Number

118669

I hereby certify that a charge created by

WELLBUY LIMITED

on

30 October 1989

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**

17 November 1989

Signed at Edinburgh

23 November 1989

 **Registrar of Companies**