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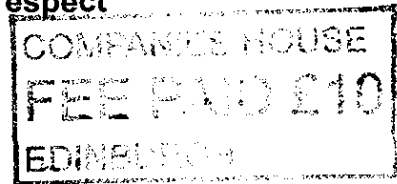
CHWP000

COMPANIES FORM No. 466(Scot)

Particulars of an instrument of alteration to a floating charge created by a company registered in Scotland

466

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



Pursuant to section 410 and 466 of the Companies Act 1985

Please do not write in this margin

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

* insert full name of company

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

For official use

Company number

		2
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SC146523

Name of company

* GFS (MOTHERWELL) LIMITED

Date of creation of the charge (note 1)

24TH MARCH 1994

Description of the instrument creating or evidencing the charge or of any ancillary document which has been altered (note 1)

BOND & FLOATING CHARGE

Names of the persons entitled to the charge

ANGLO SCOTTISH PROPERTIES PLC, 100A CHALKFARM ROAD, LONDON

Short particulars of all the property charged

THE WHOLE OF THE PROPERTY WHICH IS, OR MAY BE FROM TIME TO TIME WHILST THE BOND AND FLOATING CHARGE IS IN FORCE COMPRISED IN THE PROPERTY AND UNDERTAKING, INCLUDING THE UNCALLED CAPITAL FOR THE TIME BEING, OF THE COMPANY

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

LESLIE WOLFSON & CO
19 WATERLOO ST
GLASGOW G2 6BQ
HJB/LM/C44203

For official use
Charges Section

Post room



Names, and addresses of the persons who have executed the instrument of alteration (note 2)

AHLI UNITED BANK (UK) PLC, 7 BAKER ST., LONDON
("THE BANK")
AFS(MOTHERWELL) LIMITED, 249 WEST GEORGE ST.,
GLASGOW ("THE COMPANY")
ANGLO SCOTTISH PROPERTIES PLC, 100A CHALK
FARM ROAD, LONDON ("ANGLO SCOTTISH")

Please do not
write in
this margin

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

Date(s) of execution of the instrument of alteration

27 NOVEMBER 2003
5 DECEMBER 2003
16 DECEMBER 2003

A statement of the provisions, if any, imposed by the instrument of alteration prohibiting or restricting the creation by the company of any fixed security or any other floating charge having, priority over, or ranking pari passu with the floating charge

NONE

Short particulars of any property released from the floating charge

NONE

The amount, if any, by which the amount secured by the floating charge has been increased

NOT APPLICABLE

Please do not
write in
this margin

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

THE SECURITIES SHALL RANK IN THE FOLLOWING ORDER OF PRIORITY NOTWITHSTANDING THE TERMS OF THE DOCUMENTS CONSTITUTING THE SECURITIES OR THE TERMS OF ANY INSTRUMENT OF ALTERATION DATED PRIOR TO THIS AGREEMENT AFFECTING ANY OF THE SECURITIES OR THEIR RESPECTIVE ORDERS OF EXECUTION, RECORDING, REGISTRATION OR INTIMATION OF ANY LAW TO THE CONTRARY:-

- 4.1. FIRSTLY, THE BANK'S STANDARD SECURITY TO THE EXTENT OF THE BANK'S DEBT;
- 4.2. SECONDLY, THE BANK'S FLOATING CHARGE BUT SO THAT ALL SUMS RECOVERABLE THEREUNDER SHALL NOT TOGETHER WITH SUMS RECOVERABLE PURSUANT TO CLAUSE 4.1, EXCEED THE BANK'S DEBT;
- 4.3. THIRDLY, THE SECOND CREDITOR'S STANDARD SECURITY TO THE EXTENT OF THE SECOND CREDITOR'S DEBT; AND
- 4.4. FOURTHLY, THE SECOND CREDITOR'S FLOATING CHARGE BUT SO THAT ALL SUMS RECOVERABLE THEREUNDER SHALL NOT, TOGETHER WITH THE SUMS RECOVERABLE PURSUANT TO CLAUSE 4.3 EXCEED THE SECOND CREDITOR'S DEBT.
- 4.5. NOTWITHSTANDING ANY OTHER PROVISION IN THIS AGREEMENT, ADJUSTMENTS SHALL BE MADE BETWEEN THE BANK AND THE SECOND CREDITOR FROM TIME TO TIME TO REFLECT THE FACT THAT ANY CONTINGENT OBLIGATION TAKEN INTO ACCOUNT AS INDEBTNESS BECOMES SATISFIED OR INCAPABLE OF MATURING INTO AN ACTUAL OBLIGATION.

Continuation of the statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

*Please do not
write in
this margin*

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

Signed Henry L. Jones Date 24/12/03
On behalf of ~~[company]~~ [chargee]†

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

Notes

1. A description of the instrument e.g. "Instrument of Charge" "Debenture" etc as the case may be, should be given. For the date of creation of a charge see section 410(5) of the Companies Act.

† delete as
appropriate

2. In accordance with section 466(1) the instrument of alteration should be executed by the company, the holder of the charge and the holder of any other charge (including a fixed security) which would be adversely affected by the alteration.

3. A certified copy of the instrument of alteration, 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 execution of that instrument.

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. Cheques and Postal Orders are to be made payable to **Companies House**.

6. The address of the Registrar of Companies is:-
Companies Registration Office, 37 Castle Terrace, Edinburgh EH1 2EB

FILE COPY



CERTIFICATE OF THE REGISTRATION OF AN ALTERATION TO A FLOATING CHARGE

Company number 146523

I hereby certify that particulars of an instrument of alteration dated
16 DECEMBER 2003

were delivered pursuant to section 410 of the Companies Act, 1985,
on 6 JANUARY 2004.

The instrument relates to a charge created on 24 MARCH 1994

by GFS (MOTHERWELL) LIMITED

in favour of ANGLO SCOTTISH PROPERTIES P.L.C.

for securing ALL SUMS DUE, OR TO BECOME DUE

Given at Companies House, Edinburgh
8 JANUARY 2004



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



N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC146523 CHARGE: 2

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the acquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
05/04/1994		24/ 3/94 BOND & FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE OF THE COMPANY INCLUDING UNCALLED CAPITAL	ANGLO SCOTTISH PROPERTIES P.L.C.

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC146523 CHARGE: 2

(8)	(9)	(10)	(11)	(12)		
In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	In the case of a floating charge, a statement of 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 the subject of the floating charge or any part of it.	Amount or rate per cent of the Commission Allowance or discount	Memoranda of Satisfaction	Receiver		
				Name	Date of Appointment	Date of Ceasing to act
<p>COMPANY ARE EXPRESSLY PROHIBITED FROM CREATING SUBSEQUENT FIXED SECURITY HAVING PRIORITY OVER OR RANKING EQUALLY WITH THE FLOATING CHARGE</p>						

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC146523 CHARGE: 2

Instruments of Alteration to a Floating Charge					
(13) Date of Execution	(14) Names of the persons who have executed the instrument	(15) The provisions, if any, prohibiting or restricting the creation by the Company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with, the floating charge.	(16) The provisions, if any, varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges.	(17) Short particulars of any property released from the floating charge	(18) The amount, if any, by which the amount secured by the floating charge has been increased. £
	<p>THE UNITED BANK OF KUWAIT PLC ANGLO SCOTTISH PROPERTIES P.L.C. GFS (MOTHERWELL) LIMITED</p> <p>ANGLO SCOTTISH PROPERTIES PLC GFS (MOTHERWELL) LIMITED AHLI UNITED BANK (UK) PLC</p>				