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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

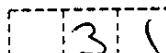
Pursuant to section 410 of the Companies Act 1985

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



157424

Name of company

* NC (NORCITY-SECURED) LIMITED

* insert full name
of company

Date of creation of the charge (note 1)

5 February 1997

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

Standard Security by the Company in favour of The Royal Bank of Scotland
plc (hereinafter referred to as "the Bank")

Amount secured by the charge

All sums of principal, interest and charges which are now and which may,
at any time become due to the Bank by the Company

Names and addresses of the persons entitled to the charge

The Royal Bank of Scotland plc

36 St Andrew Square, Edinburgh

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

Mitchells Robertson
Solicitors
36 North Hanover Street
Glasgow
0141 552 3422

For official use
Charges Section

Post room



Short particulars of all the property charged.

Please do not
write in
this margin

69 Mavisbank Gardens, Glasgow registered under Title Number GLA 78616

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

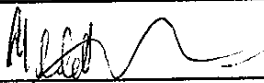
Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and
any ranking provision (note 2)

N/A

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

None

Signed



Date

14/2/92

On behalf of [company] [chargee]†

† delete as
appropriate

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.

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 157424

I hereby certify that a charge created by

NC (NORCITY-SECURED) LIMITED

on 5 FEBRUARY 1997

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of THE ROYAL BANK OF SCOTLAND plc

was delivered pursuant to section 410 of the Companies Act, 1985,
on 17 FEBRUARY 1997

Signed at Edinburgh
18 FEBRUARY 1997

R. Graham
For Registrar of Companies



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