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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

35

157424 ✓

Name of company

* NC (Norcity-Secured) Limited ✓

Date of creation of the charge (note 1)

7th February 1997 ✓

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

Standard Security ✓

Amount secured by the charge

All sums due and which may become due. ✓

Names and addresses of the persons entitled to the charge

The Royal Bank of Scotland plc

36 St Andrew Square, Edinburgh ✓

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

EFD/JM/ICF/R152.J

0141 552 3422

MITCHELLS ROBERTSON

SOLICITORS

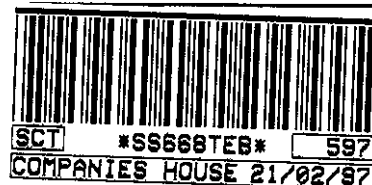
GEORGE HOUSE

36 NORTH HANOVER STREET

(OFF GEORGE SQUARE)

GLASGOW G1 2AD

For official use
Charges Section



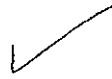
A handwritten signature in black ink, appearing to be 'C. M.', is written over the Charges Section area.

Short particulars of all the property charged.

Please do not
write in
this margin

22c Phoenix Road, Glasgow registered in the Land Register of Scotland
under Title Number GLA 19095

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 19th February 1997

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.

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

Companies House
37 Castle Terrace
Edinburgh EH1 2EB



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 157424

I hereby certify that a charge created by

NC (NORCITY-SECURED) LIMITED

on 7 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 21 FEBRUARY 1997

Signed at Edinburgh
24 FEBRUARY 1997

R. Graham
For Registrar of Companies



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