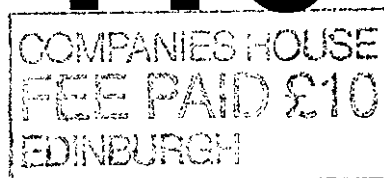


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COMPANIES FORM No. 410(Scot)

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

[- T - T -]

[- 1 - 1 -]

Company Number

164859

Name of company

* SIGN HERE! LIMITED

*insert full name
of company

Date of creation of the charge (note 1)

24th May 1999

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

Bond and Floating Charge

Amount secured by the charge

All sums of money that now are or may at any time or times hereafter
be due by the Company to the Bank.

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):

Credit Documentation
The Royal Bank of Scotland plc
DX 551727
EDINBURGH
Reference:
251484/CCD/COMM/EAC/LKCM
Telephone: 0131 523 7384

For Official Use
Charges Section

Post room



u

The whole of the property (including uncalled capital) which is or may be from time to time while the security is in force comprised in the property and undertaking of the Company.

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

The Company is prohibited from creating any Fixed Security or Floating Charge having priority over or ranking equally with the Floating Charge created in the Bank's favour.

The Floating Charge shall, except as may otherwise be previously agreed in writing by the Bank rank in priority to any fixed security other than a fixed security in favour of the Bank, which shall be created by the Company after the date of the Floating Charge and to any other Floating Charge.

| |
|-----|
| Nil |
|-----|

For and on behalf of The Royal Bank of Scotland plc

On behalf of ~~[company]~~[chargee]†

Notes

- Companies Registration Office
Argyle House, 37 Castle Terrace
Edinburgh EH1



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 164859

I hereby certify that a charge created by

SIGN HERE! LIMITED

on 24 MAY 1999

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 2 JUNE 1999

Signed at Edinburgh
3 JUNE 1999



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: SC164859 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 aquisition 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 |
|--------------------------------|---|--|--|---|--|---|
| 02/06/1999 | | 24/ 5/99 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 | THE ROYAL BANK OF SCOTLAND plc |

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: SC164859 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 |
| COMPANY ARE EXPRESSLY PROHIBITED FROM CREATING SUBSEQUENT FIXED SECURITY HAVING PRIORITY OVER OR RANKING EQUALLY WITH THE FLOATING CHARGE | | | | | | |