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COMPANIES FORM NO. 410(Scot)

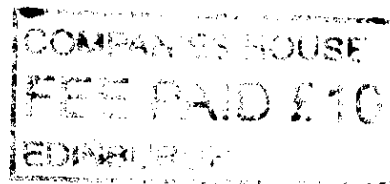
Particulars of a charge created by a company registered in Scotland

410

ACCOUNT NUMBER: 00400163

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



SC266882

* insert full name
of Company

Name of Company

VIRTUAL INTERCONNECT LIMITED

Date of creation of the charge (note 1)

22 OCTOBER 2004

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

BOND AND FLOATING CHARGE

Amount secured by the charge

All sums and obligations due or to become due from time to time by the Company to Lloyds
TSB Scotland plc

Names and addresses of the persons entitled to the charge

Lloyds TSB Scotland plc having their Registered Office at Henry Duncan House,

120 George Street, Edinburgh, EH2 4TS

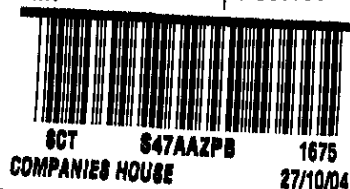
Postcode

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

Securities Section
Lloyds TSB Scotland plc
DXED 153
EDINBURGH

For official Use
Charges Section

Post room



Short particulars of all the property charged

The whole of the property (including uncalled capital) which is or may be from time to time comprised in the property and undertaking of the Company while the Floating Charge created in favour of Lloyds TSB Scotland plc (the Bank) is in force.

Please do not write in this margin

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)

The Company undertakes that it will not, without the prior written consent of the Bank, create or allow to come into being any security or charge over all or any part of the Property.

Any fixed security which may be granted by the Company in favour of the Bank at the same time or at any time after the Company executes this Bond & Floating Charge will have priority over this Bond & Floating Charge.

This Bond & Floating Charge and any fixed security which may be granted by the Company in favour of the Bank at the same time as or at any time after the company executes this Bond & Floating Charge will rank in priority to any other fixed security and any other floating charge created by the company at any time after the company executes this Bond & Floating Charge.

Except as stated above, no fixed security or floating charge created by the Company after its execution of this Bond & Floating Charge will rank in priority to or equally with this Bond & Floating Charge, unless otherwise agreed in writing by the Bank.

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

NIL

For and on behalf of Lloyds TSB Scotland plc

Signed David C. Hetherington

Date 26/10/04

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 Registration Office
Mortgage Section
DX ED 235



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 266882

I hereby certify that a charge created by

VIRTUAL INTERCONNECT LIMITED

on 22 OCTOBER 2004

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of LLOYDS TSB SCOTLAND PLC

was delivered pursuant to section 410 of the Companies Act, 1985,
on 27 OCTOBER 2004 given at Companies House, Edinburgh
29 OCTOBER 2004



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



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**