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COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

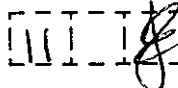
Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

Please complete
legibly, preferably
in black type or,
bold block letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number



1004792

Name of company

* Lloyds Leasing Limited

* insert full name
of company

I, Peter Bernard Miles

of Great Surrey House, 203 Blackfriars Road, London SE1 8NH

† delete as
appropriate

[a director] [the secretary] [the administrator] [the administrative receiver] of the above company, do

‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full] [part]Date and Description of charge ‡ 28th November 1996. A Deed of charge over Disposal
Proceeds Account

Date of Registration ‡ 13th December 1996

§ the date of
registration may be
confirmed from the
certificateName and address of [chargee] [trustee for the debenture holders] Chase Manhattan International
Limited (as Security Agent & Trustee for the Bank Beneficiaries), Woolgate House,
Coleman Street, London EC2P 2HD

Short particulars of property charged §

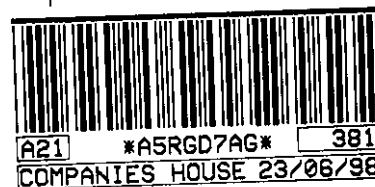
See attached Appendix A

§ insert brief
details of
propertyAnd I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.Declared at 203 Blackfriars Road
London SE1 8NH

Declarant to sign below

the eighteenth day of June
one thousand nine hundred and ninety eight.
before me a - BA Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths.
(A.J. Burgess)Presentor's name address and
reference (if any):Lisa Nunn
Legal Adviser
Lloyds Leasing Limited
Great Surrey House
203 Blackfriars Road
London SE1 8NHFor official Use
Mortgage Section

Post room



Notes

The address of the Registrar of Companies is:-

Companies House
Crown Way
Cardiff
CF4 3UZ

LLOYDS LEASING LIMITED

Company Number : 1004792

APPENDIX A TO FORM 403a

A DEED OF CHARGE OVER DISPOSAL PROCEEDS ACCOUNT

SHORT PARTICULARS OF PROPERTY CHARGED

1. FIRST FIXED CHARGE WITH A FULL TITLE GUARANTEE IN FAVOUR OF THE SECURITY AGENT, OVER THE ASSET FOR THE PAYMENT TO THE SECURITY AGENT AND THE DISCHARGE OF ALL OF THE SECURED OBLIGATIONS (WHETHER SUCH OBLIGATIONS ARE DUE OWING OR INCURRED TO THE BANK BENEFICIARIES BY THE CHARGOR OR BY ANY OTHER PARTY)
2. WITHOUT PREJUDICE TO 1A ABOVE FIRST FLOATING CHARGE WITH A FULL TITLE GUARANTEE IN FAVOUR OF THE SECURITY AGENT OVER SUCH OF THE ASSET AS IS NOT OTHERWISE EFFECTIVELY CHARGED TO THE SECURITY AGENT BY WAY OF FIXED CHARGE UNDER 1 ABOVE.

(SEE FORM M395 FOR FULL DETAILS)

This is the appendix marked "A"
referred to in the Declaration of
PETER BERNARD MILES made before me
this 18th day of June 1998.

N

e - ... Ben

.....
Commissioner for Oaths.